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UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:

SEARS HOLDINGS CORPORATION, *et al.*,
Debtors.

Chapter 11
Case No. 18-23538 (RDD)
(Jointly Administered)

LIMITED RESPONSE TO DEBTORS' TENTH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFICATION AS GENERAL UNSECURED CLAIMS)

Bradford Capital Holdings, LP ("Bradford"), by and through its undersigned counsel, hereby responds (the "Response")¹ in opposition to the *Debtors' Tenth Omnibus Objection to Proofs of Claim (Reclassification as General Unsecured Claims)* (the "Objection") [Dkt. No. 5237] with regard to Claim No. 6105 and Claim No. 6106 (collectively the "Claims") and respectfully states as follows:²

OPENING STATEMENT

1. As explained in the proofs of claim timely filed on December 12, 2018 by

¹ This Response is timely as counsel for the Debtors gave Bradford various written and oral extensions of time in which to respond to the Objection while the parties worked in good faith to come to a consensual resolution.

² Capitalized terms not defined herein shall have the meaning ascribed to them in the Objection

Fortune Creation Company Limited (“FCCL”) in support of the Claims (the “Proofs of Claim”), FCCL sold footwear to each of Kmart Corporation and Sears, Roebuck and Co. (each a “Debtor” and collectively the “Debtors”). Each of the Proofs of Claim asserts, *inter alia*, that all or a portion of the relevant Claim is entitled to administrative priority pursuant to Section 503(b)(9) of Title 11 of United States Code (the “Code”).

2. FCCL subsequently sold and transferred the Claims to Bradford, and Bradford filed notices of transfer of the Claims pursuant to Rule 3001(e)(2) of the Federal Rules of Bankruptcy Procedure (“FRBP 3001(e)(2)”).

3. In the Objection, the Debtors assert, *inter alia*, that the Claims “do not satisfy the requirements for administrative expense priority under Section 503(b)(9) of the Bankruptcy Code because, among other things, the Debtors ‘received’ the goods underlying each such claim more than twenty (20) days before October 15, 2018 (the “Petition Date”), the date on which the Debtors commenced these chapter 11 cases.” Objection at 1, ¶1. In particular, the Objection argues that the Debtors “received” the relevant goods on the date title to the goods transferred to the Debtors at the port of origin for shipment (“FOB Port of Origin”), rather than on the date the actual goods were physically received by the Debtors. Objection at 3-4, ¶¶10-11.

4. Bradford disagrees with Debtors’ arguments and conclusions in the Objection as they relate to the Claims. Bradford believes that the appropriate interpretation of “received” in Section 503(b)(9) is the date the Debtors have physical possession of the relevant goods (“Actual Receipt”), rather than the date the goods were delivered to a common carrier for shipment. Indeed, the United Circuit Court of Appeals for the Third Circuit (the “Third Circuit”) recently decided this very issue in *Haining Wansheng Soa*

Co., Ltd. v. World Imports Ltd. (In re World Imports), 862 F.3d 338, 346 (3d Cir. 2017) (“*World Imports III*”), finding that “receipt as used in 11 U.S.C. § 503(b)(9) requires physical possession by the buyer or his agent.” For the reasons set forth and explained in *World Imports III*, the appropriate standard for determining whether each of the Claims satisfies the requirements of Section 503(b)(9) should be Actual Receipt.

BACKGROUND

5. On the Petition Date, the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

6. On December 10, 2018, FCCL timely filed (i) proof of claim no. 6105 (“Claim 6105”) against Kmart Corporation (“Kmart”), which asserted that a claim in the amount of \$171,175.20 was entitled to administrative expense treatment under section 503(b)(9) of the Code for goods received by Kmart; and (ii) proof of claim no. 6106 (“Claim 6106” and, together with Claim 6105, the “Claims”) against Sears, Roebuck and Co. (“Sears”), which asserted that a claim in the amount of \$100,389.60 was entitled to administrative expense treatment under Section 503(b)(9) for goods received by Sears. Copies of Proofs of Claim for Claim 6105 and Claim 6106 are attached hereto as **Exhibit A**.

7. On August 23, 2019, FCCL sold and transferred to Bradford, and Bradford purchased and acquired from FCCL, all right, title and interest in, to and under the Claims. Bradford filed notices of transfer pursuant to FRBP 3001(e)(2) and related evidences of such transfers with the Court (Dkt. 4963) and attached hereto as **Exhibit B**.

8. In the Objection, the Debtors have asked the Court to reclassify the Claims as general unsecured claims, arguing that the relevant goods were constructively received by

the Debtors at the FOB Port of Origin which was outside of the 20 day window provided in Section 503(b)(9).

LIMITED RESPONSE

9. Section 503(b)(9) provides, *inter alia*, for the allowance of an administrative expense claim for “the value of any goods received by the debtor within 20 days before the date of commencement of a case under this title in which the goods have been sold to the debtor in the ordinary course of such debtor’s business.” 11 U.S.C. § 503(b)(9). Subject to the modification below in paragraph 11, there is no dispute between Bradford and the Debtors that all goods forming the basis of the Claims were loaded at the FOB Port of Origin prior to 20 days before the date of commencement of a case.

10. Specifically, for Claim 6106, the UPS proofs of delivery (attached hereto as **Exhibit C**) state that 438 units with an aggregate value of \$100,389.70 were shipped “free on board (“FOB”) on or around September 9, 2018 and were received by the Debtor on September 30, 2018. Since actual physical receipt of these goods by the Debtor was clearly within 20 days before the commencement of the case, Bradford believes that Claim 6106 in its entirety is properly classified as an administrative expense claim under Section 503(b)(9).

11. With regard to Claim 6105, upon further investigation, the UPS proofs of delivery (attached hereto as **Exhibit C**) indicate multiple delivery dates, specifically, (i) 439 units with a value of \$84,814.80 were shipped FOB from the port of origin on September 7, 2018 and received by Debtor on October, 18, 2018, (ii) 401 units with a value of \$77,473.20 were shipped FOB on September 15, 2018 and received by Debtor on October 8, 2018 and (iii) 46 units with a value of \$8,887.20 were shipped FOB on September 9, 2018 and received by Debtor on October 23, 2018. Bradford would propose

to amend Proof of Claim 6105 to delineate between a portion thereof in the amount of \$77,473.20 that qualifies for administrative priority treatment under Section 503(b)(9) and another portion in the amount of \$93,702.00 that qualifies for administrative priority treatment under Section 503(b)(1)(A) of the Code. For the purpose of this Response, Bradford maintains that the portion of Claim 6105 in the amount of \$77,473.20 was actually received by the Debtor within 20 days before the commencement of the case and therefore this portion of Claim 6105 is properly classified as a claim entitled to administrative expense treatment under Section 503(b)(9).

ARGUMENT

The date of actual receipt by the Debtor is the proper date on which Section 503(b)(9) claim status should be determined.

12. The term “received” is not defined in the Code, but a majority of courts interpreting Section 503(b)(9) have concluded that terms, such as “received”, used therein should have the same meanings as they do in Section 546(c) of the Code.³ The Third Circuit in *World Imports III* explained that, in a prior case, it had held that “the term ‘receipt’ used in § 546(c) means ‘taking physical possession,’ … ‘received’ means the same thing in § 503(b)(9).” *World Imports III*, 862 F.3d at 343-44 (citing *In re Marin Motor Oil, Inc.*, 740 F.2d 220, 224-25 (3d Cir. 1984)).

13. Although “received” is not defined in the Uniform Commercial Code (“UCC”), “receipt” is defined and means “taking physical possession” of the relevant

³ See, for example, *World Imports III*, 862 F.3d at 346; *In re Wezbra Dairy, LLC*, 493 B.R. 768, 770 (Bankr. N.D. Ind. 2013); *In re Momenta, Inc.*, 455 B.R. 353, 357-58 (Bankr. D.N.H. 2011), aff’d *Ningbo Chenglu Paper Products Mfg. Co., Ltd. v. Momenta, Inc.*, 2012 U.S. Dist. LEXIS 122615 (D.N.H. 2012); *In re Circuit City Stores, Inc.*, 432 B.R. 225, 229 (Bankr. E.D. Va. 2010); *In re VPH Pharmacy, Inc.*, 578 B.R. 776, 780 (Bankr. E.D. Mich. 2017); *In re SRC Liquidation, LLC*, 573 B.R. 537, 542 (Bankr. D. Del. 2017); *Bimbo Bakeries USA, Inc. v. AW Liquidation, Inc.* (*In re ADI Liquidation, Inc.*), 2019 U.S. Dist. LEXIS 7418 (D. Del. 2019); *In re O.W. Bunker Holding North America Inc.*, 2019 Bankr. LEXIS 2728, at *9-*12 (Bankr. D. Conn., Aug. 26, 2019).

goods. UCC § 2-103(1)(c). In addition, the common meaning of the word “received” also requires possession; as noted by the Third Circuit “[t]he Bankruptcy Code does not define the word ‘received,’ so ‘we normally construe it in accord with its ordinary or natural meaning.’” *World Imports III*, 862 F.3d at 342 (quoting *Smith v. United States*, 508 U.S. 223, 228, 113 S.Ct. 2050, 124 L.Ed.2d 138 (1993)).

14. As noted above, the Third Circuit’s decision in *World Imports III* included an exhaustive analysis of the foregoing and concluded that “receipt as used in 11 U.S.C. § 503(b)(9) requires physical possession by the buyer or his Agent”. For the reasons articulated in *World Imports III*, therefore, Actual Receipt should be the appropriate standard for determining whether the Claims are entitled to administrative expense treatment under Section 503(b)(9).

15. Consistent with the *World Imports III* decision, the Delaware Bankruptcy Court disallowed an administrative expense claim, holding that “this Court finds physical possession by the buyer or its agent, as interpreted in U.C.C. § 2-705(2), not the passing of title, the appropriate indicator as to when the Debtor "received" goods for purposes of section 503(b)(9).” *In re SRC Liquidation, LLC*, 573 B.R. 537, 542 (Bankr. D. Del. 2017).

16. As set forth in the relevant proof of claim, the goods forming the basis of Claim 6106 were shipped to the Debtor via UPS. UPS is a common carrier and not an agent of the Debtors, therefore any argument that the Debtors had “constructive receipt” of the underlying goods when such goods were provided to UPS must fail. *World Imports III*, 862 F.3d at 344 . As explained in *World Imports III*, “[w]hile it is true that a buyer may be deemed to have received goods when his agent takes physical possession of them, common carriers are not agents.” *Id.*

17. The Debtors' Objection relies heavily on the lower court decisions in *In re World Imports, Ltd.*, 511 B.R. 738, 741 (Bankr. E.D. Pa. 2014) ("*World Imports I*") and *In re World Imports, Ltd.*, 549 B.R. 820, 822 (E.D. Pa. 2016) ("*World Imports II*"), both of which had assumed that constructive receipt includes "FOB delivery" to a common carrier. *World Imports III*, 862 F.3d at 344. However, *World Imports III* reversed the lower court decisions and held that Actual Receipt as the appropriate standard under Section 503(b)(9).

18. In short, Debtor's arguments that this Court not follow *World Imports III* are unpersuasive and, among other things, would result in Section 503(b)(9) being interpreted in a manner inconsistent with Section 546(c) of the Code, at odds with relevant provisions in the UCC and common usage of the term "received" and analogous terms.

RESERVATION OF RIGHTS

19. Bradford reserves its right to supplement or amend this Response and make any other objections to further relief sought by the Debtors, and any rights against the Debtors.

JOINDER

20. Bradford joins in other responses to the Objection that have been filed by other creditors asserting administrative expense claims against the Debtors, to the extent such other responses are not inconsistent with the Claims or the facts or arguments set forth herein.

CONCLUSION

21. While this Court is not bound by the *World Import III* decision, Bradford believes that the analysis and reasoning in *World Imports III* is persuasive and therefore

respectfully requests that this Court enter an order (i) denying the request in the Objection to reclassify Claim 6106 in its entirety as a general unsecured claim, (ii) denying the request in the Objection to reclassify Claim 6105 as a general unsecured claim to the extent of the amount of \$77,473.20, and (iii) granting leave to Bradford to amend Claim 6105 to delineate a portion of such Claim in the amount of \$93,702.00 as an administrative priority expense claim under Section 503(b)(1)(A) of the Code.

Dated: October 31, 2019

/s/ Patrick Maschio
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Counsel to Bradford Capital Holdings, LP

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.

Chapter 11
Case No. 18-23538 (RDD)
(Jointly Administered)

CERTIFICATE OF SERVICE

I, Patrick Maschio, an attorney admitted to practice in the State of New York, hereby certify that I caused a copy of the *LIMITED RESPONSE TO DEBTORS' TENTH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFICATION AS GENERAL UNSECURED CLAIMS)* to be served upon the parties below as follows:

(i) On October 31, 2018 to all those parties who receive electronic notifications by operation of the Court's electronic notification system; and

(ii) to be served via U.S. mail on November 1, 2019 upon the parties listed below:

Honorable Robert D. Drain
US Bankruptcy Court
Southern District of New York
300 Quarropas Street
White Plains, NY 10601

Weil, Gotshal, & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Ray C. Schrock, Esq.,
Jacqueline Marcus, Esq., Garrett A.
Fail, Esq., and Sunny Singh, Esq

Akin Gump Strauss Hauer & Feld
LLP
One Bryant Park
New York, New York 10036

Attn: Philip C. Dublin, Esq., Ira
Dizengoff, Esq., and Sara Lynne
Brauner, Esq.

/s/ Patrick Maschio
Rimon, P.C.
Patrick Maschio
245 Park Avenue
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Email: Douglas.Schneller@rimonlaw.com

Exhibit A

Proof of Claim 6105 & 6106

Fill in this information to identify the case (Select only one Debtor per claim form):

<input type="checkbox"/> Sears Holdings Corporation (18-23538)	<input type="checkbox"/> MaxServ, Inc. (18-23550)	<input type="checkbox"/> Wally Labs LLC (18-23563)	<input type="checkbox"/> Kmart of Michigan, Inc. (18-23576)
<input type="checkbox"/> Sears, Roebuck and Co. (18-23537)	<input type="checkbox"/> Private Brands, Ltd. (18-23551)	<input type="checkbox"/> Big Beaver of Florida Development, LLC (18-23564)	<input type="checkbox"/> SHC Desert Springs, LLC (18-23577)
<input type="checkbox"/> Kmart Holding Corporation (18-23539)	<input type="checkbox"/> Sears Development Co. (18-23552)	<input type="checkbox"/> California Builder Appliances, Inc. (18-23565)	<input type="checkbox"/> SOE, Inc. (18-23578)
<input type="checkbox"/> Kmart Operations LLC (18-23540)	<input type="checkbox"/> Sears Holdings Management Corporation (18-23553)	<input type="checkbox"/> Florida Builder Appliances, Inc. (18-23566)	<input type="checkbox"/> StarWest, LLC (18-23579)
<input type="checkbox"/> Sears Operations LLC (18-23541)	<input type="checkbox"/> Sears Home & Business Franchises, Inc. (18-23554)	<input type="checkbox"/> KBL Holding Inc. (18-23567)	<input type="checkbox"/> STI Merchandising, Inc. (18-23580)
<input type="checkbox"/> ServiceLive, Inc. (18-23542)	<input type="checkbox"/> Sears Home Improvement Products, Inc. (18-23555)	<input type="checkbox"/> KLC, Inc. (18-23568)	<input type="checkbox"/> Troy Coolidge No. 13, LLC (18-23581)
<input type="checkbox"/> A&E Factory Service, LLC (18-23543)	<input type="checkbox"/> Sears Insurance Services, L.L.C. (18-23556)	<input type="checkbox"/> Sears Protection Company (Florida), L.L.C. (18-23569)	<input type="checkbox"/> BlueLight.com, Inc. (18-23582)
<input type="checkbox"/> A&E Home Delivery, LLC (18-23544)	<input type="checkbox"/> Sears Procurement Services, Inc. (18-23557)	<input type="checkbox"/> Kmart of Washington LLC (18-23570)	<input type="checkbox"/> Sears Brands, L.L.C. (18-23583)
<input type="checkbox"/> A&E Lawn & Garden, LLC (18-23545)	<input type="checkbox"/> Sears Protection Company (18-23558)	<input type="checkbox"/> Kmart Stores of Illinois LLC (18-23571)	<input type="checkbox"/> Sears Buying Services, Inc. (18-23584)
<input type="checkbox"/> A&E Signature Service, LLC (18-23546)	<input type="checkbox"/> Sears Protection Company (PR) Inc. (18-23559)	<input type="checkbox"/> Kmart Stores of Texas LLC (18-23572)	<input type="checkbox"/> Kmart.com LLC (18-23585)
<input type="checkbox"/> FBA Holdings Inc. (18-23547)	<input type="checkbox"/> Sears Roebuck Acceptance Corp. (18-23560)	<input type="checkbox"/> MyGofer LLC (18-23573)	<input type="checkbox"/> Sears Brands Management Corporation (18-23586)
<input type="checkbox"/> Innovel Solutions, Inc. (18-23548)	<input type="checkbox"/> Sears, Roebuck de Puerto Rico, Inc. (18-23561)	<input type="checkbox"/> Sears Brands Business Unit Corporation (18-23574)	<input type="checkbox"/> SHC Licensed Business LLC (18-23616)
<input checked="" type="checkbox"/> Kmart Corporation (18-23549)	<input type="checkbox"/> SYW Relay LLC (18-23562)	<input type="checkbox"/> Sears Holdings Publishing Company, LLC (18-23575)	<input type="checkbox"/> SHC Promotions LLC (18-23630)

**Modified Official Form 410
Proof of Claim****POC #6105**

04/16

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense, other than a claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9). Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment. A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim**1. Who is the current creditor?****FORTUNE CREATION COMPANY LIMITED**

Name of the current creditor (the person or entity to be paid for this claim)

Other names the creditor used with the debtor **GREENTOUCH****2. Has this claim been acquired from someone else?** No Yes. From whom? _____**3. Where should notices and payments to the creditor be sent?****Where should notices to the creditor be sent?****Where should payments to the creditor be sent? (if different)**

Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)

Contact phone **86-15017100314**Contact email **cindy_dai@fortunecreation.com.cn**

Contact phone _____

Contact email _____

4. Does this claim amend one already filed? No Yes. Claim number on court claims registry (if known) _____Filed on **MM / DD / YYYY****5. Do you know if anyone else has filed a proof of claim for this claim?** No Yes. Who made the earlier filing? _____

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: _____
7. How much is the claim?	\$171,175.2_____.
	Does this amount include interest or other charges? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).
8. What is the basis of the claim?	Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information. _____
9. Is all or part of the claim secured?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. The claim is secured by a lien on property. Nature of property: <input type="checkbox"/> Real estate. If the claim is secured by the debtor's principal residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> . <input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other. Describe: _____
	Basis for perfection: _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
	Value of property: \$_____
	Amount of the claim that is secured: \$_____
	Amount of the claim that is unsecured: \$_____ (The sum of the secured and unsecured amounts should match the amount in line 7.)
	Amount necessary to cure any default as of the date of the petition: \$_____
	Annual Interest Rate (when case was filed) _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable
10. Is this claim based on a lease?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Amount necessary to cure any default as of the date of the petition. \$_____
11. Is this claim subject to a right of setoff?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

- No
 Yes. Check one:

- Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). \$ _____
- Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). \$ _____
- Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4). \$ _____
- Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). \$ _____
- Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). \$ _____
- Other. Specify subsection of 11 U.S.C. § 507(a)() that applies. \$ _____

* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9)?

- No
 Yes. Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim. \$ 171,175.2

Part 3: Sign Below

**The person completing this proof of claim must sign and date it.
FRBP 9011(b).**

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.
18 U.S.C. §§ 152, 157, and 3571.**

Check the appropriate box:

- I am the creditor.
 I am the creditor's attorney or authorized agent.
 I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
 I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Signature: Cindy Dai
Cindy Dai (Dec 11, 2018)

Email: cindy_dai@fortunecreation.com.cn

Signature

Print the name of the person who is completing and signing this claim:

Name of the person who is completing and signing this claim:

Name

Cindy Dai

First name

Middle name

Last name

Title

Supervisor

Company

FORTUNE CREATION COMPANY LIMITED

Identify the corporate servicer as the company if the authorized agent is a servicer.

Address

FUXIANG, LTD NAN-SIR NEW INDUSTRIAL ZONE, CHA-SHAN TOWN

Number Street

DONGGUAN, GUANGDONG, CHINA GD

523391

City

State

ZIP Code

Contact phone

86-15017100314

Email

cindy_dai@fortunecreation.com.cn

Attach Supporting Documentation (limited to a single PDF attachment that is less than 5 megabytes in size and under 100 pages):

I have supporting documentation.
(attach below) I do not have supporting documentation.



Attachment

PLEASE REVIEW YOUR PROOF OF CLAIM AND SUPPORTING DOCUMENTS AND REDACT ACCORDINGLY PRIOR TO UPLOADING THEM. PROOFS OF CLAIM AND ATTACHMENTS ARE PUBLIC DOCUMENTS THAT WILL BE AVAILABLE FOR ANYONE TO VIEW ONLINE.

IMPORTANT NOTE REGARDING REDACTING YOUR PROOF OF CLAIM AND SUPPORTING DOCUMENTATION When you submit a proof of claim and any supporting documentation you must show only the last four digits of any social-security, individual's tax-identification, or financial-account number, only the initials of a minor's name, and only the year of any person's date of birth. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information.

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. The responsibility for redacting personal data identifiers (as defined in Federal Rule of Bankruptcy Procedure 9037) rests solely with the party submitting the documentation and their counsel. Prime Clerk and the Clerk of the Court will not review any document for redaction or compliance with this Rule and you hereby release and agree to hold harmless Prime Clerk and the Clerk of the Court from the disclosure of any personal data identifiers included in your submission. In the event Prime Clerk or the Clerk of the Court discover that personal identifier data or information concerning a minor individual has been included in a pleading, Prime Clerk and the Clerk of the Court are authorized, in their sole discretion, to redact all such information from the text of the filing and make an entry indicating the correction.

POC #6105

Modified Form 410

Instructions for Proof of Claim

United States Bankruptcy Court

12/15

These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.
18 U.S.C. §§ 152, 157 and 3571.

How to fill out this form

- Fill in all of the information about the claim as of the date the case was filed.
- Fill in the caption at the top of the form.
- If the claim has been acquired from someone else, then state the identity of the last party who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
- Attach any supporting documents to this form.
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the next page.)
Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called “Bankruptcy Rule”) 3001(c) and (d).
- Do not attach original documents because attachments may be destroyed after scanning.
- If the claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.

- A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual’s tax identification number, or financial account number, and only the year of any person’s date of birth. See Bankruptcy Rule 9037.
- For a minor child, fill in only the child’s initials and the full name and address of the child’s parent or guardian. For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form. You may view a list of filed claims in this case by visiting the Claims and Noticing Agent’s website at <http://restructuring.primeclerk.com/sears>.

Understand the terms used in this form

Administrative expense: Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing the bankruptcy estate.
11 U.S.C. § 503.

Claim: A creditor’s right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy.
11 U.S.C. §101 (5). A claim may be secured or unsecured.

Claim Pursuant to 11 U.S.C. §503(b)(9): A claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim.

Creditor: A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

Debtor: A person, corporation, or other entity who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. § 101(13).

Evidence of perfection: Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

Information that is entitled to privacy: A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

Priority claim: A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

Proof of claim: A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

Redaction of information: Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

Secured claim under 11 U.S.C. §506(a): A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment may be a lien.

Setoff: Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

Unsecured claim: A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

Please send completed Proof(s) of Claim to:

Sears Holdings Corporation Claims Processing Center
c/o Prime Clerk LLC
850 3rd Avenue, Suite 412
Brooklyn, NY 11232

Do not file these instructions with your form

FORTUNE CREATION COMPANY LIMITED**CLAIM LIST**

BUYER : K MART CORPORATION

DATE: 12/10/2018

BUYER	FACTORY	ORDER#	COLOR	QTY	DELIVERY DATE	DOCUMENT SENT DATE	PRICE	AMOUNT
K-MART	GREENTOUCH	D689J	WHITE/GREY	2628	09/06/18	10/08/18	16.100	\$42,310.80
K-MART	GREENTOUCH	D689K	GREY	792	09/06/18	10/08/18	16.100	\$12,751.20
K-MART	GREENTOUCH	D682R	BLACK	2400	09/06/18	10/08/18	16.100	\$38,640.00
K-MART	GREENTOUCH	D689K	GREY	720	09/10/18	10/08/18	16.100	\$11,592.00
K-MART	GREENTOUCH	D682R	BLACK	2160	09/10/18	10/08/18	16.100	\$34,776.00
K-MART	GREENTOUCH	D689J	WHITE/GREY	1932	09/10/18	10/08/18	16.100	\$31,105.20
							TOTAL	\$171,175.20

DATE: September 06, 2018

INVOICE NO.: 201821389362

COMMERCIAL INVOICE

5543
 FORTUNE CREATION COMPANY LIMITED
 FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO:
 KMAR CORPORATION
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China
 MODE OF TRANSPORTATION: Ocean

FOB China

MARKS AND NUMBERS		DESCRIPTION OF GOODS	QUANTITY (CARTONS)	QUANTITY (PER UNIT PRICE)	UNIT PRICE	AMOUNT (US\$ PER)
KMART	D682R	TOGGLE BLACK REBUY CORE PK 1	154	154	193.200 USD	29,752.80 USD
ITEM:	890083327320		CARTONS	AST	AST	
MADE IN	CHINA (MAINLAND)					
CONTENTS	1 ASSORTMENT	DESCRIPTION OF TYPE OF SHOE: TOGGLE TALL LACE UP WINTER GENDER:WOMENS UPPER MATERIAL IN PERCENT:PU10.2%+88%POLYESTER+1.8%ALUMINUM OUTER SOLE MATERIAL IN PERCENT:100% TPR TYPE OF CONSTRUCTION:CEMENT COVERING THE ANKLE AND / OR ABOVE THE ANKLE:COVERS THE ANKLE BUT NOT KNEE SIZE RANGE:6-11 WHOLE SIZE ONLY COMMISSION IS INCLUDED IN FIRST COST? YES ROYALTY FOR TRADEMARK NAME: N/A HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT:1				
CONTRACT NO.	D682R	REFERENCE NO.	101			
DC CODE	CHA	DEPARTMENT NO.	035			
DIVISION NO.	Division 4	VENDOR NO.	5543			
VENDOR ITEM CODE	30820	COUNTRY OF ORIGIN	CHINA (MAINLAND)			
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE			
FACTORY NO.	102737					
XIAMEN GREENTOUCH SHOES CO LTD						
ROOM 746, FENGNAN ST, TONAN TOWN						
XIAMEN						
FUJIAN						
China						
FTY MID NO.	CNXIAGRE746XIA					
KMART	D689J	TOGGLE WHITE REBUY CORE PK 1	219	219	193.200 USD	42,310.80 USD
ITEM:	890088014204		CARTONS	AST	AST	
MADE IN	CHINA (MAINLAND)					
CONTENTS	1 ASSORTMENT	DESCRIPTION OF TYPE OF SHOE:TODDLER TALL LACE UP WINTER BOOTS GENDER:WOMENS UPPER MATERIAL IN PERCENT:PU10.2%+88%POLYESTER+1.8%ALUMINUM OUTER SOLE MATERIAL IN PERCENT:100% TPR TYPE OF CONSTRUCTION:CEMENT COVERING THE ANKLE AND / OR ABOVE THE ANKLE:COVERS THE ANKLE BUT NOT KNEE SIZE RANGE:6-11 WHOLE SIZE ONLY COMMISSION IS INCLUDED IN FIRST COST? YES ROYALTY FOR TRADEMARK NAME? NA HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT:1				
CONTRACT NO.	D689J	REFERENCE NO.	101			
DC CODE	CHA	DEPARTMENT NO.	035			
DIVISION NO.	Division 4	VENDOR NO.	5543			
VENDOR ITEM CODE	30820	COUNTRY OF ORIGIN	CHINA (MAINLAND)			
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE			
FACTORY NO.	102737					

DATE: September 06, 2018

INVOICE NO.: 201821389362

5543

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO: KMAR CORPORATION
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China SHIPPED TO: Chambersburg , PA

MODE OF TRANSPORTATION: Ocean

FOB China

XIAMEN GREENTOUCH SHOES CO LTD
 ROOM 746, FENGNAN ST, TONAN TOWN
 XIAMEN
 FUJIAN
 China

FTY MID NO. CNXIAGRE746XIA

KMART	D689K	TOGGLE GREY REBUY CORE PK 1	66	66	193.200 USD	12,751.20 USD
ITEM:	890083355347		CARTONS	AST		AST
MADE IN	CHINA (MAINLAND)					
CONTENTS	1 ASSORTMENT					

DESCRIPTION OF TYPE OF SHOE TOGGLE TALL LACE UP WINTER BOOT
 GENDER WOMENS
 UPPER MATERIAL IN PERCENT PU10.2%+88%POLYESTER+1.8%ALUMINUM
 OUTER SOLE MATERIAL IN PERCENT 100% TPR
 TYPE OF CONSTRUCTION CEMENT
 COVERING THE ANKLE AND / OR ABOVE THE ANKLE
 SIZE RANGE 6-11 WHOLE SIZE ONLY
 COMMISSION IS INCLUDED IN FIRST COST? YES
 ROYALTY FOR TRADEMARK NAME? NA
 HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT 1

CONTRACT NO.	D689K	REFERENCE NO.	101
DC CODE	CHA	DEPARTMENT NO.	035
DIVISION NO.	Division 4	VENDOR NO.	5543
VENDOR ITEM CODE	30820	COUNTRY OF ORIGIN	CHINA (MAINLAND)
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE

FACTORY NO. 102737
 XIAMEN GREENTOUCH SHOES CO LTD
 ROOM 746, FENGNAN ST, TONAN TOWN
 XIAMEN
 FUJIAN
 China
 FTY MID NO. CNXIAGRE746XIA

PAYMENT TERM Open Acct

ORDER PAYMENT TERMS

DRAWN UNDER OPEN ACCOUNT

	QUANTITY (CARTONS)	QUANTITY (INVOICE UNITS)	AMOUNT (US\$)
TOTAL INVOICE	439	439	ASSORTMENTS 84,814.80 USD

TOTAL US DOLLARS EIGHTY-FOUR THOUSAND EIGHT HUNDRED FOURTEEN DOLLARS AND EIGHTY CENTS ONLY.

We hereby certify that this shipment does not contain solid wood packing material.

COMMERCIAL INVOICE**POC #6105**

Page 3 of 3

DATE: September 06, 2018

INVOICE NO.: 201821389362

5543

FORTUNE CREATION COMPANY LIMITED
FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
ZONE, CHA-SHAN TOWN
DONGGUAN
GUANGDONG
China
523391

TO: KMAR CORPORATION
3333 Beverly Road
Hoffman Estates, IL 60179
US

SHIPPED FROM: Xiamen, China
MODE OF TRANSPORTATION: Ocean

SHIPPED TO: Chambersburg , PA

FOB China

FORTUNE CREATION COMPANY LIMITED

EMPLOYEE NAME	Miko
EMPLOYEE TITLE	Shipping Clerk

5543

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO:

KMART CORPORATION
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China

SHIPPED TO: Chambersburg, PA

MARKS AND NUMBERS		DESCRIPTION OF GOODS	QUANTITY (CARTONS)	QUANTITY (PIECES)	CUBIC METERS	GROSS WEIGHT (KGS)	NET WEIGHT (KGS)	NET NET WEIGHT (KGS)
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KMART	D682R	TOGGLE BLACK REBUY CORE PK 1						
ITEM:	890083327320							
MADE IN CONTENTS	CHINA (MAINLAND) 1 ASSORTMENT	PER OUTER CARTON TOTAL ASSORTMENTS PER INVOICE		12 154 154	0.295 1,848 1,848	15.500 45.429 45.429	14.500 2,387.000 2,387.000	0.000 2,233.000 2,233.000

CONTRACT NO. D682R REFERENCE NO. 101
 DC CODE CHA DEPARTMENT NO. 035
 DIVISION NO. Division 4 VENDOR NO. 5543
 VENDOR ITEM CODE 30820 COUNTRY OF ORIGIN CHINA (MAINLAND)

	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
OUTER CARTON DIMENSIONS	122.0	62.0	39.0	0.295

ASSORTMENT DETAIL:					QUANTITY (PIECES)		NET NET WEIGHT		
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
8332724-7		SUB KSN DESC: TOGGLE BLACK SZ 11	BLACK	11.0	1	154	0.000	0.000	0.000
8332723-9		SUB KSN DESC: TOGGLE BLACK SZ 10	BLACK	10.0	2	308	0.000	0.000	0.000
8332718-9		SUB KSN DESC: TOGGLE BLACK SZ 9	BLACK	9.0	3	462	0.000	0.000	0.000
8331494-8		SUB KSN DESC: TOGGLE BLACK SZ 8	BLACK	8.0	3	462	0.000	0.000	0.000
8328746-6		SUB KSN DESC: TOGGLE BLACK SZ 7	BLACK	7.0	2	308	0.000	0.000	0.000
8327560-2		SUB KSN DESC: TOGGLE BLACK SZ 6	BLACK	6.0	1	154	0.000	0.000	0.000
		Total			12	1,848		0.000	0.000

KMART	D689J	TOGGLE WHITE REBUY CORE PK 1						
ITEM:	890088014204							
MADE IN CONTENTS	CHINA (MAINLAND) 1 ASSORTMENT	PER OUTER CARTON TOTAL ASSORTMENTS PER INVOICE		12 219 219	0.310 2,628 2,628	15.500 67.881 67.881	14.500 3,394.500 3,394.500	0.000 3,175.500 3,175.500

CONTRACT NO. D689J REFERENCE NO. 101
 DC CODE CHA DEPARTMENT NO. 035
 DIVISION NO. Division 4 VENDOR NO. 5543
 VENDOR ITEM CODE 30820 COUNTRY OF ORIGIN CHINA (MAINLAND)

	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
OUTER CARTON DIMENSIONS	123.0	63.0	40.0	0.310

ASSORTMENT DETAIL:					QUANTITY (PIECES)		NET NET WEIGHT		
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
8801417-0		SUB KSN DESC: TOGGLE WHITE SZ 11	WHITE	11.0	1	219	0.000	0.000	0.000
8801416-2		SUB KSN DESC: TOGGLE WHITE SZ 10	WHITE	10.0	2	438	0.000	0.000	0.000
8801415-4		SUB KSN DESC: TOGGLE WHITE	WHITE	9.0	3	657	0.000	0.000	0.000

DATE: September 06, 2018

INVOICE NO.: 201821389362

5543

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO: KMAR CORPORATION
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China

SHIPPED TO: Chambersburg, PA

		SZ 9							
8801413-9		SUB KSN DESC: TOGGLE WHITE SZ 8	WHITE	8.0	3	657	0.000	0.000	0.000
8801412-1		SUB KSN DESC: TOGGLE WHITE SZ 7	WHITE	7.0	2	438	0.000	0.000	0.000
8801410-5		SUB KSN DESC: TOGGLE WHITE SZ 6	WHITE	6.0	1	219	0.000	0.000	0.000
		Total			12	2,628		0.000	0.000

KMART D689K TOGGLE GREY REBUY CORE PK 1

ITEM:	890083355347							
MADE IN	CHINA (MAINLAND)		PER OUTER CARTON					
CONTENTS	1 ASSORTMENT		TOTAL	66	792	20.133	1,023.000	957.000
	ASSORTMENTS PER INVOICE		66					0.000

CONTRACT NO. D689K REFERENCE NO. 101
 DC CODE CHA DEPARTMENT NO. 035
 DIVISION NO. Division 4 VENDOR NO. 5543
 VENDOR ITEM CODE 30820 COUNTRY OF ORIGIN CHINA (MAINLAND)

	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
OUTER CARTON DIMENSIONS	123.0	62.0	40.0	0.305

ASSORTMENT DETAIL:		QUANTITY (PIECES)			NET NET WEIGHT				
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
8334559-5		SUB KSN DESC: TOGGLE GREY SZ 11	GREY	11.0	1	66	0.000	0.000	0.000
8334174-3		SUB KSN DESC: TOGGLE GREY SZ 10	GREY	10.0	2	132	0.000	0.000	0.000
8334011-7		SUB KSN DESC: TOGGLE GREY SZ 9	GREY	9.0	3	198	0.000	0.000	0.000
8332759-3		SUB KSN DESC: TOGGLE GREY SZ 8	GREY	8.0	3	198	0.000	0.000	0.000
8332757-7		SUB KSN DESC: TOGGLE GREY SZ 7	GREY	7.0	3	198	0.000	0.000	0.000
		Total			12	792		0.000	0.000

	QUANTITY (CARTONS)	QUANTITY (PIECES)	CUBIC METERS	GROSS WEIGHT (KGS)	NET WEIGHT (KGS)	NET NET WEIGHT (KGS)
TOTAL PACKING LIST	439	5,268	133.444	6,804.500	6,365.500	0.000

We hereby certify that this shipment does not contain solid wood packing material.

FORTUNE CREATION COMPANY LIMITED

EMPLOYEE NAME Miko

EMPLOYEE TITLE Shipping Clerk

POC #6105

Shipper		Pickup Details	Pickup Details (Local Language)
FORTUNE CREATION COMPANY LIMITED FUXIANG, LTD NAN-SIR NEW INDUSTRIAL ZONE, CHA-SHAN TOWN DONGGUAN GUANGDONG 523391 China		XIAMEN GREENTOUCH SHOES CO LTD ROOM 746, FENGNAN ST, TONAN TOWN XIAMEN FUJIAN China	
Customer		Pickup Contact Name Miko	
Sears Holdings Corporation 3333 Beverly Road Hoffman Estates, IL - 60179 USA		Pickup Contact Phone 0769-88650866	
		Pickup Contact Fax 0769-88650868	
Load Type CY Cargo Type Flat Ship Terms Free on Board Port of Loading Xiamen, CN Final Destination CHA, Chambersburg, PA, USA		Equipment Required 2 - 40' High Cube Dry	
Documents Cutoff Date 09/06/2018 Return Export Documents To		Inland Carrier KMART CORPORATION Party Responsible for Local Charges XIAMEN GREENTOUCH SHOES CO LTD	Vendor
		Party Responsible for Local Charges (Local Language)	
		Return Export Documents To (Local Language)	

Marks and Numbers	
KMART	D682R
ITEM NO:	890083327320
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
D682R	101	035	Division 4	Collect		890083327320		FOOTWEAR TOGGLE BLACK REBUY CORE PK 1	CHINA (MAINLAND)	6404.19.9060	RNONE
Quantity 154 Assortments Cartons 154				Pieces 1,848			Gross Weight 2,387 KGS		Volume 45.429000 CBMS		

Marks and Numbers	
KMART	D689J
ITEM NO:	890088014204
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
D689J	101	035	Division 4	Collect		890088014204		FOOTWEAR TOGGLE WHITE REBUY CORE PK 1	CHINA (MAINLAND)	6404.19.9060	RNONE
Quantity 219 Assortments Cartons 219				Pieces 2,628			Gross Weight 3,394.5 KGS		Volume 67.881000 CBMS		

Marks and Numbers	
KMART	D689K
ITEM NO:	89008355347
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments

Vendor No. 5543
Invoice No. 201821389362Cargo Delivery Number
Shipping Order Number Pg 25 of 78
Cargo Ready Date 09/06/2018**POC #6105**

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
D689K	101	035	Division 4	Collect		890083355347		FOOTWEAR TOGGLE GREY REBUY CORE PK 1	CHINA (MAI NLAND)	6404.19.9060	RNONE
Quantity 66 Assortments				Cartons 66				Pieces 792			
								Gross Weight 1,023 KGS			
								Volume 20.133000 CBMS			

SHIPPING TOTALS

Total Number of Cartons 439
 Gross Weight 6,804.5 KGS
 Volume 133.444000 CBMS
 Comments Please reply to Alice within 24 hours

SHIPPING DECLARATIONS

We hereby certify that this shipment does not contain solid wood packing material.

UPS Supply Chain SolutionsSMPg 26 of 78
OTI License No. 275FUPS SUPPLY CHAIN SOLUTIONS, INC.
FORWARDER'S CARGO RECEIPT

SHIPPER/EXPORTER (COMPLETE NAME AND ADDRESS)

FORTUNE CREATION COMPANY LIMITED
FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
ZONE, CHA-SHAN TOWN DONGGUAN
GUANGDONG 523391

CONSIGNEE (NOT NEGOTIABLE UNLESS CONSIGNMENT TO ORDER)

KMART CORPORATION
3333 BEVERLY ROAD,
HOFFMAN ESTATES, IL 60179 USA

NOTIFY PARTY (COMPLETE NAME AND ADDRESS)

UPS SUPPLY CHAIN SOLUTIONS
19701 HAMILTON AVENUE
TORRANCE, CA 90502
PHONE: (310) 404-2792 FAX: (310) 404-2962
ATTN: MARY ELLEN WRATSCHKO

PRE-CARRIAGE BY

PLACE OF RECEIPT BY PRE-CARRIER

XIAMEN, CN

EXPORT LICENSE NO.

EXPORT CARRIER (VESSEL/VOY/FLAG)

ONE COMPETENCE V.062E

PORT OF LOADING

XIAMEN, CN

PORT OF DISCHARGE

NEW YORK, NY

PLACE OF DELIVERY BY ON CARRIER

CHAMBERSBURG, PA

NUMBER OF ORIGINALS

1

PARTICULARS FURNISHED BY SHIPPER

MARKS & NOS./CONTAINER NOS.	NO. OF PKGS.	DESCRIPTION OF PACKAGES AND GOODS	GROSS WEIGHT	MEASUREMENT
KMART PO#: ITEM NO: MADE IN: CHINA(MAINLAND) CONTENTS: BMOU6060694/YMAB027888/40HQ FSOU8040689/YMAB027887/40HQ	439CTNS	FCR DATE: 9/5/2018 SHIP MODE: C/CY SAILING DATE: 9/7/2018 FREIGHT COLLECT THE ABOVE SHIPMENT CONTAINS NO (SOLID) WOOD PACKING MATERIAL	6804.5KGS	132.443CBM

AS PER ATTACHMENT

The DESCRIPTION OF PACKAGES AND GOODS or piece count is for customs' purposes only.

In accordance with instruction from Buyer, we have received the following documents from shipper on:

Document List	Original	Copy
COMMERCIAL INVOICE	1	1
PACKINGLIST	1	1
INTERIM FOOTWEAR INVOICE	1	1

This shipment will be handled subject to the terms set forth here and on the reverse of this document which are incorporated here by reference. These Terms limit or exclude UPS Supply Chain Solutions liability and include certain indemnities to UPS Supply Chain Solutions' benefit.

As Agent for UPS SUPPLY CHAIN SOLUTIONS, INC.

Zhuo Jiaofei
UPS SCS (CHINA) LIMITED XIAMEN BRANCH

Issued by _____

Zhuo Jiaofei
AS AGENT FOR
XIAMEN
UPS SUPPLY CHAIN SOLUTIONS, INC.

Authorized Signatures

Month 9 Day 12 Year 2018

Attachment No: 1
ATTACHMENT FOR 7185275108

*** UPS SUPPLY CHAIN SOLUTIONS, INC. ***
*** FORWARDER'S CARGO RECEIPT ***

POC #6105

Packages:	Description:	Kgs:	Cbm:
219 CTNS	FOOTWEAR TOGGLE WHITE REBUY CORE PK 1 PO:D689J ITEM:890088014204 REF:101 DEPT:035 HTS:6404199060	3394.5	67.881
66 CTNS	FOOTWEAR TOGGLE GREY REBUY CORE PK 1 PO:D689K ITEM:890083355347 REF:101 DEPT:035 HTS:6404199060	1023	20.133
154 CTNS	FOOTWEAR TOGGLE BLACK REBUY CORE PK 1 PO:D682R ITEM:890083327320 REF:101 DEPT:035 HTS:6404199060	2387	45.429

UPS SCS (CHINA) LIMITED XIAMEN BRANCH
Zengtaofan
AS AGENT FOR
UPS SUPPLY CHAIN SOLUTIONS INC.

Authorized Signatures

5543

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO: KMAR CORPORATION
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China
 MODE OF TRANSPORTATION: Ocean

FOB China

MARKS AND NUMBERS		DESCRIPTION OF GOODS	QUANTITY (CARTONS)	QUANTITY (PER UNIT PRICE)	UNIT PRICE	AMOUNT (US\$ PER)
KMART	D682R	TOGGLE BLACK REBUY CORE PK 1	180	180	193.200 USD	34,776.00 USD
ITEM:	890083327320		CARTONS	AST	AST	
MADE IN	CHINA (MAINLAND)					
CONTENTS	1 ASSORTMENT	DESCRIPTION OF TYPE OF SHOE: TOGGLE TALL LACE UP WINTER GENDER:WOMENS UPPER MATERIAL IN PERCENT:PU10.2%+88%POLYESTER+1.8%ALUMINUM OUTER SOLE MATERIAL IN PERCENT:100% TPR TYPE OF CONSTRUCTION:CEMENT COVERING THE ANKLE AND / OR ABOVE THE ANKLE:COVERS THE ANKLE BUT NOT KNEE SIZE RANGE:6-11 WHOLE SIZE ONLY COMMISSION IS INCLUDED IN FIRST COST? YES ROYALTY FOR TRADEMARK NAME: N/A HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT:1				
CONTRACT NO.	D682R	REFERENCE NO.	102			
DC CODE	MIR	DEPARTMENT NO.	035			
DIVISION NO.	Division 4	VENDOR NO.	5543			
VENDOR ITEM CODE	30820	COUNTRY OF ORIGIN	CHINA (MAINLAND)			
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE			
FACTORY NO.	102737					
XIAMEN GREENTOUCH SHOES CO LTD						
ROOM 746, FENGNAN ST, TONAN TOWN						
XIAMEN						
FUJIAN						
China						
FTY MID NO.	CNXIAGRE746XIA					
KMART	D689J	TOGGLE WHITE REBUY CORE PK 1	161	161	193.200 USD	31,105.20 USD
ITEM:	890088014204		CARTONS	AST	AST	
MADE IN	CHINA (MAINLAND)					
CONTENTS	1 ASSORTMENT	DESCRIPTION OF TYPE OF SHOE:TODDLER TALL LACE UP WINTER BOOTS GENDER:WOMENS UPPER MATERIAL IN PERCENT:PU10.2%+88%POLYESTER+1.8%ALUMINUM OUTER SOLE MATERIAL IN PERCENT:100% TPR TYPE OF CONSTRUCTION:CEMENT COVERING THE ANKLE AND / OR ABOVE THE ANKLE:COVERS THE ANKLE BUT NOT KNEE SIZE RANGE:6-11 WHOLE SIZE ONLY COMMISSION IS INCLUDED IN FIRST COST? YES ROYALTY FOR TRADEMARK NAME? NA HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT:1				
CONTRACT NO.	D689J	REFERENCE NO.	102			
DC CODE	MIR	DEPARTMENT NO.	035			
DIVISION NO.	Division 4	VENDOR NO.	5543			
VENDOR ITEM CODE	30820	COUNTRY OF ORIGIN	CHINA (MAINLAND)			
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE			
FACTORY NO.	102737					

DATE: September 10, 2018

INVOICE NO.: 201821389474

5543

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO: KMAR CORPORATION
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China SHIPPED TO: Mira Loma , CA

MODE OF TRANSPORTATION: Ocean

FOB China

XIAMEN GREENTOUCH SHOES CO LTD
 ROOM 746, FENGNAN ST, TONAN TOWN
 XIAMEN
 FUJIAN
 China

FTY MID NO. CNXIAGRE746XIA

KMART	D689K	TOGGLE GREY REBUY CORE PK 1	60	60	193.200 USD	11,592.00 USD
ITEM:	890083355347		CARTONS	AST		AST
MADE IN	CHINA (MAINLAND)					
CONTENTS	1 ASSORTMENT					

DESCRIPTION OF TYPE OF SHOE TOGGLE TALL LACE UP WINTER BOOT
 GENDER WOMENS
 UPPER MATERIAL IN PERCENT PU10.2%+88%POLYESTER+1.8%ALUMINUM
 OUTER SOLE MATERIAL IN PERCENT 100% TPR
 TYPE OF CONSTRUCTION CEMENT
 COVERING THE ANKLE AND / OR ABOVE THE ANKLE
 SIZE RANGE 6-11 WHOLE SIZE ONLY
 COMMISSION IS INCLUDED IN FIRST COST? YES
 ROYALTY FOR TRADEMARK NAME? NA
 HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT 1

CONTRACT NO.	D689K	REFERENCE NO.	102
DC CODE	MIR	DEPARTMENT NO.	035
DIVISION NO.	Division 4	VENDOR NO.	5543
VENDOR ITEM CODE	30820	COUNTRY OF ORIGIN	CHINA (MAINLAND)
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE

FACTORY NO. 102737
 XIAMEN GREENTOUCH SHOES CO LTD
 ROOM 746, FENGNAN ST, TONAN TOWN
 XIAMEN
 FUJIAN
 China
 FTY MID NO. CNXIAGRE746XIA

PAYMENT TERM Open Acct

ORDER PAYMENT TERMS

DRAWN UNDER OPEN ACCOUNT

	QUANTITY (CARTONS)	QUANTITY (INVOICE UNITS)	AMOUNT (US\$)
TOTAL INVOICE	401	401	ASSORTMENTS 77,473.20 USD

TOTAL US DOLLARS SEVENTY-SEVEN THOUSAND FOUR HUNDRED SEVENTY-THREE DOLLARS AND TWENTY CENTS ONLY.

We hereby certify that this shipment does not contain solid wood packing material.

DATE: September 10, 2018

INVOICE NO.: 201821389474

5543

FORTUNE CREATION COMPANY LIMITED
FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
ZONE, CHA-SHAN TOWN
DONGGUAN
GUANGDONG
China
523391

TO: KMAR CORPORATION
3333 Beverly Road
Hoffman Estates, IL 60179
US

SHIPPED FROM: Xiamen, China SHIPPED TO: Mira Loma , CA

MODE OF TRANSPORTATION: Ocean

FOB China

FORTUNE CREATION COMPANY LIMITED

EMPLOYEE NAME	Miko
EMPLOYEE TITLE	Shipping Clerk

DATE: September 10, 2018

INVOICE NO.: 201821389474

5543

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO:

KMART CORPORATION
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China

SHIPPED TO: Mira Loma, CA

MARKS AND NUMBERS		DESCRIPTION OF GOODS	QUANTITY (CARTONS)	QUANTITY (PIECES)	CUBIC METERS	GROSS WEIGHT (KGS)	NET WEIGHT (KGS)	NET NET WEIGHT (KGS)
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KMART	D682R	TOGGLE BLACK REBUY CORE PK 1						
ITEM:	890083327320							
MADE IN CONTENTS	CHINA (MAINLAND) 1 ASSORTMENT	PER OUTER CARTON TOTAL ASSORTMENTS PER INVOICE		12 180 180	0.295 2,160 53.099	15.500 2,790.000	14.500 2,610.000	0.000

CONTRACT NO. D682R REFERENCE NO. 102
 DC CODE MIR DEPARTMENT NO. 035
 DIVISION NO. Division 4 VENDOR NO. 5543
 VENDOR ITEM CODE 30820 COUNTRY OF ORIGIN CHINA (MAINLAND)

	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
OUTER CARTON DIMENSIONS	122.0	62.0	39.0	0.295

ASSORTMENT DETAIL:					QUANTITY (PIECES)		NET NET WEIGHT		
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
8327560-2		SUB KSN DESC: TOGGLE BLACK SZ 6	BLACK	6.0	1	180	0.000	0.000	0.000
8328746-6		SUB KSN DESC: TOGGLE BLACK SZ 7	BLACK	7.0	2	360	0.000	0.000	0.000
8331494-8		SUB KSN DESC: TOGGLE BLACK SZ 8	BLACK	8.0	3	540	0.000	0.000	0.000
8332718-9		SUB KSN DESC: TOGGLE BLACK SZ 9	BLACK	9.0	3	540	0.000	0.000	0.000
8332723-9		SUB KSN DESC: TOGGLE BLACK SZ 10	BLACK	10.0	2	360	0.000	0.000	0.000
8332724-7		SUB KSN DESC: TOGGLE BLACK SZ 11	BLACK	11.0	1	180	0.000	0.000	0.000
		Total			12	2,160		0.000	0.000

KMART	D689J	TOGGLE WHITE REBUY CORE PK 1						
ITEM:	890088014204							
MADE IN CONTENTS	CHINA (MAINLAND) 1 ASSORTMENT	PER OUTER CARTON TOTAL ASSORTMENTS PER INVOICE		12 161 161	0.310 1,932 49.904	15.500 2,495.500	14.500 2,334.500	0.000

CONTRACT NO. D689J REFERENCE NO. 102
 DC CODE MIR DEPARTMENT NO. 035
 DIVISION NO. Division 4 VENDOR NO. 5543
 VENDOR ITEM CODE 30820 COUNTRY OF ORIGIN CHINA (MAINLAND)

	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
OUTER CARTON DIMENSIONS	123.0	63.0	40.0	0.310

ASSORTMENT DETAIL:					QUANTITY (PIECES)		NET NET WEIGHT		
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
8801410-5		SUB KSN DESC: TOGGLE WHITE SZ 6	WHITE	6.0	1	161	0.000	0.000	0.000
8801412-1		SUB KSN DESC: TOGGLE WHITE SZ 7	WHITE	7.0	2	322	0.000	0.000	0.000
8801413-9		SUB KSN DESC: TOGGLE WHITE	WHITE	8.0	3	483	0.000	0.000	0.000

5543

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO:

KMART CORPORATION
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China

SHIPPED TO: Mira Loma, CA

		SZ 8							
8801415-4		SUB KSN DESC: TOGGLE WHITE SZ 9	WHITE	9.0	3	483	0.000	0.000	0.000
8801416-2		SUB KSN DESC: TOGGLE WHITE SZ 10	WHITE	10.0	2	322	0.000	0.000	0.000
8801417-0		SUB KSN DESC: TOGGLE WHITE SZ 11	WHITE	11.0	1	161	0.000	0.000	0.000
		Total			12	1,932		0.000	0.000

KMART D689K TOGGLE GREY REBUY CORE PK 1

ITEM:	890083355347							
MADE IN	CHINA (MAINLAND)		PER OUTER CARTON					
CONTENTS	1 ASSORTMENT		TOTAL	12	0.305	15.500	14.500	
			ASSORTMENTS PER INVOICE	60	720	18.302	930.000	870.000
				60				0.000
CONTRACT NO.	D689K	REFERENCE NO.	102	PACKING INSTRUCTIONS:				
DC CODE	MIR	DEPARTMENT NO.	035					
DIVISION NO.	Division 4	VENDOR NO.	5543					
VENDOR ITEM CODE	30820	COUNTRY OF ORIGIN	CHINA (MAINLAND)					

	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
OUTER CARTON DIMENSIONS	123.0	62.0	40.0	0.305

ASSORTMENT DETAIL:				QUANTITY (PIECES)		NET NET WEIGHT			
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
8332757-7		SUB KSN DESC: TOGGLE GREY SZ 7	GREY	7.0	3	180	0.000	0.000	0.000
8332759-3		SUB KSN DESC: TOGGLE GREY SZ 8	GREY	8.0	3	180	0.000	0.000	0.000
8334011-7		SUB KSN DESC: TOGGLE GREY SZ 9	GREY	9.0	3	180	0.000	0.000	0.000
8334174-3		SUB KSN DESC: TOGGLE GREY SZ 10	GREY	10.0	2	120	0.000	0.000	0.000
8334559-5		SUB KSN DESC: TOGGLE GREY SZ 11	GREY	11.0	1	60	0.000	0.000	0.000
		Total			12	720		0.000	0.000

	QUANTITY (CARTONS)	QUANTITY (PIECES)	CUBIC METERS	GROSS WEIGHT (KGS)	NET WEIGHT (KGS)	NET NET WEIGHT (KGS)
TOTAL PACKING LIST	401	4,812	121.305	6,215.500	5,814.500	0.000

We hereby certify that this shipment does not contain solid wood packing material.

FORTUNE CREATION COMPANY LIMITED

EMPLOYEE NAME

Miko

EMPLOYEE TITLE

Shipping Clerk

POC #6105

Shipper		Pickup Details	Pickup Details (Local Language)
FORTUNE CREATION COMPANY LIMITED FUXIANG, LTD NAN-SIR NEW INDUSTRIAL ZONE, CHA-SHAN TOWN DONGGUAN GUANGDONG 523391 China		XIAMEN GREENTOUCH SHOES CO LTD ROOM 746, FENGNAN ST, TONAN TOWN XIAMEN FUJIAN China	
Customer		Pickup Contact Name Miko	
Sears Holdings Corporation 3333 Beverly Road Hoffman Estates, IL - 60179 USA		Pickup Contact Phone 0769-88650866	
		Pickup Contact Fax 0769-88650868	
		Consignee KMAR CORPORATION 3333 Beverly Road Hoffman Estates, IL 60179 United States	
Load Type CY Cargo Type Flat Ship Terms Free on Board Port of Loading Xiamen, CN Final Destination MIR, Mira Loma, CA, USA		Equipment Required 1 - 40' High Cube Dry, 1 - 40' Standard Dry	
Documents Cutoff Date 09/10/2018 Return Export Documents To		Inland Carrier Party Responsible for Local Charges XIAMEN GREENTOUCH SHOES CO LTD Party Responsible for Local Charges (Local Language)	Vendor
		Return Export Documents To (Local Language)	

Marks and Numbers	
KMART	D682R
ITEM NO:	890083327320
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
D682R	102	035	Division 4	Collect		890083327320		FOOTWEAR TOGGLE BLACK REBUY CORE PK 1	CHINA (MAINLAND)	6404.19.9060	RNONE
		Quantity 180 Assortments Cartons 180		Pieces 2,160		Gross Weight 2,790 KGS		Volume 53.099000 CBMS			

Marks and Numbers	
KMART	D689J
ITEM NO:	890088014204
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
D689J	102	035	Division 4	Collect		890088014204		FOOTWEAR TOGGLE WHITE REBUY CORE PK 1	CHINA (MAINLAND)	6404.19.9060	RNONE
		Quantity 161 Assortments Cartons 161		Pieces 1,932		Gross Weight 2,495.5 KGS		Volume 49.904000 CBMS			

Marks and Numbers	
KMART	D689K
ITEM NO:	89008355347
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments

POC #6105

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
D689K	102	035	Division 4	Collect		890083355347		FOOTWEAR TOGGLE GREY REBUY CORE PK 1	CHINA (MAI NLAND)	6404.19.9060	RNONE
Quantity 60 Assortments				Cartons 60				Pieces 720			
								Gross Weight 930 KGS			
								Volume 18.302000 CBMS			

SHIPPING TOTALS

Total Number of Cartons 401
 Gross Weight 6,215.5 KGS
 Volume 121.305000 CBMS
 Comments Please reply to Alice within 24 hours

SHIPPING DECLARATIONS

We hereby certify that this shipment does not contain solid wood packing material.



SHIPPER/EXPORTER (COMPLETE NAME AND ADDRESS)

FORTUNE CREATION COMPANY LIMITED
FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
ZONE, CHA-SHAN TOWN
DONGGUAN GUANGDONG 523391 CHINA

BOOKING NO.

MATS1069633000

CARGO RECEIPT NO.

7185275086

EXPORT REFERENCES

DATE OF RECEIPT OF CARGO

09/11/2018

POC #6105

THIS IS NOT A DOCUMENT OF TITLE.

UPS SUPPLY CHAIN SOLUTIONS, INC.

Received by UPS SUPPLY CHAIN SOLUTIONS, INC. in external apparent good order and condition from Shipper, the package(s) listed below are said to contain the goods hereinafter described. This receipt is not valid unless verified and signed by an authorized signatory of UPS SUPPLY CHAIN SOLUTIONS. Unless a higher value is declared on this receipt and the extra charge paid, liability is limited to \$0.50 per pound of goods lost or damaged. If COGSA governs with the force of law, its limitation, described in paragraph 3 on the reverse hereof, controls unless a higher value is declared.

Declared Value is: _____

EXPORT LICENSE NO.

NOTIFY PARTY (COMPLETE NAME AND ADDRESS)

UPS SUPPLY CHAIN SOLUTIONS
19701 HAMILTON AVENUE
TORRANCE, CA 90502
PHONE:(310) 404-2792 FAX: (310) 404 2962
ATTN: MARY ELLEN WRATSCHKO

PRE-CARRIAGE BY

PLACE OF RECEIPT BY PRE-CARRIER
XIAMEN,CN

EXPORT CARRIER (VESSEL/VOY/FLAG)

JI HAI ZHI XING 289N

PORT OF LOADING
XIAMEN,CN

PORT OF DISCHARGE

LONG BEACH,CA.

PLACE OF DELIVERY BY ON CARRIER
MIRA LOMA,CA.

NUMBER OF ORIGINALS

1

PARTICULARS FURNISHED BY SHIPPER

MARKS & NOS./CONTAINER NOS.	NO. OF PKGS.	DESCRIPTION OF PACKAGES AND GOODS	GROSS WEIGHT	MEASUREMENT
KMART PQ#: ITEM NO.: MADE IN :CHINA(MAINLAND) CONTENTS: MATU4555682/MATU742993/45HC MATU4586132/MATU743095 /45HC	401CTNS	FCR DATE:9/11/2018 SHIP MODE:CY/CY SAILING DATE:9/14/2018 FREIGHT COLLECT THE ABOVE SHIPMENT CONTAINS NO (SOLID) WOOD PACKING MATERIAL	6215.5KGS	121.305CBM

ORIGINAL

AS PER ATTACHMENT

The DESCRIPTION OF PACKAGES AND GOODS or piece count is for customs' purposes only.

In accordance with instruction from Buyer, we have received the following documents from shipper on:

Document List	Original	Copy
COMMERCIAL INVOICE	1	1
PACKINGLIST	1	1
INTERIM FOOTWEAR INVOICE	1	1

This shipment will be handled subject to the terms set forth here and on the reverse of this document which are incorporated here by reference. These Terms limit or exclude UPS Supply Chain Solutions liability and include certain indemnities to UPS Supply Chain Solutions' benefit.

As Agent for UPS SUPPLY CHAIN SOLUTIONS, INC.

UPS SCS (CHINA) LIMITED XIAMEN BRANCH

AS AGENT FOR

UPS SUPPLY CHAIN SOLUTIONS INC.

Issued by _____

Authorized Signatures

Month 9 Day 20 Year 2018

POC #6105

Attachment No: 1 *** UPS SUPPLY CHAIN SOLUTIONS,INC. ***
ATTACHMENT FOR *** FORWARDER'S CARGO RECEIPT ***

ATTACHMENT
FOR
7185275086

Packages:	Description:	Kgs:	Cbm:
161 CTNS	FOOTWEAR TOGGLE WHITE REBUY CORE PK 1 PO:D689J ITEM:890088014204 REF:102 DEPT:035 HTS:6404199060	2495.5	49.904
60 CTNS	FOOTWEAR TOGGLE GREY REBUY CORE PK 1 PO:D689K ITEM:890083355347 REF:102 DEPT:035 HTS:6404199060	930	18.302
180 CTNS	FOOTWEAR TOGGLE BLACK REBUY CORE PK 1 PO:D682R ITEM:890083327320 REF:102 DEPT:035 HTS:6404199060	2790	53.099

UPS SCS (CHINA) LIMITED XIAMEN BRANCH
Zengtaofan
AS AGENT FOR
UPS SUPPLY CHAIN SOLUTIONS INC.
Authorized Signatures

DATE: September 06, 2018

INVOICE NO.: 201821406736

5543
 FORTUNE CREATION COMPANY LIMITED
 FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO: KMAR CORPORATION
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China SHIPPED TO: Chambersburg , PA

MODE OF TRANSPORTATION: Ocean

FOB China

MARKS AND NUMBERS	DESCRIPTION OF GOODS	QUANTITY (CARTONS)	QUANTITY (PER UNIT PRICE)	UNIT PRICE	AMOUNT (US\$ PER)
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KMART	D682R TOGGLE BLACK REBUY CORE PK 1	46	46	193.200 USD	8,887.20 USD
ITEM:	890083327320	CARTONS	AST	AST	

MADE IN CHINA (MAINLAND)
 CONTENTS 1 ASSORTMENT

DESCRIPTION OF TYPE OF SHOE: TOGGLE TALL LACE UP WINTER
 GENDER:WOMENS
 UPPER MATERIAL IN PERCENT:PU10.2%+88%POLYESTER+1.8%ALUMINUM
 OUTER SOLE MATERIAL IN PERCENT:100% TPR
 TYPE OF CONSTRUCTION:CEMENT
 COVERING THE ANKLE AND / OR ABOVE THE ANKLE:COVERS THE ANKLE BUT NOT KNEE
 SIZE RANGE:6-11 WHOLE SIZE ONLY
 COMMISSION IS INCLUDED IN FIRST COST? YES
 ROYALTY FOR TRADEMARK NAME: N/A
 HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT:1

CONTRACT NO.	D682R	REFERENCE NO.	101
DC CODE	CHA	DEPARTMENT NO.	035
DIVISION NO.	Division 4	VENDOR NO.	5543
VENDOR ITEM CODE	30820	COUNTRY OF ORIGIN	CHINA (MAINLAND)
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE

FACTORY NO.	102737
XIAMEN GREENTOUCH SHOES CO LTD	
ROOM 746, FENGNAN ST, TONAN TOWN	
XIAMEN	
FUJIAN	
China	
FTY MID NO.	CNXIAGRE746XIA

PAYMENT TERM Open Acct

ORDER PAYMENT TERMS

DRAWN UNDER OPEN ACCOUNT

TOTAL INVOICE	QUANTITY (CARTONS)	QUANTITY (INVOICE UNITS)	AMOUNT (US\$)
	46	46	ASSORTMENTS 8,887.20 USD

TOTAL US DOLLARS EIGHT THOUSAND EIGHT HUNDRED EIGHTY-SEVEN DOLLARS AND TWENTY CENTS ONLY.

We hereby certify that this shipment does not contain solid wood packing material.

5543

FORTUNE CREATION COMPANY LIMITED
FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
ZONE, CHA-SHAN TOWN
DONGGUAN
GUANGDONG
China
523391

TO: KMART CORPORATION
3333 Beverly Road
Hoffman Estates, IL 60179
US

SHIPPED FROM: Xiamen, China
MODE OF TRANSPORTATION: Ocean

SHIPPED TO: Chambersburg , PA

FOB China

FORTUNE CREATION COMPANY LIMITED

EMPLOYEE NAME	Miko
EMPLOYEE TITLE	Shipping Clerk

DATE: September 06, 2018

INVOICE NO.: 201821406736

5543

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO:

KMART CORPORATION
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China

SHIPPED TO: Chambersburg, PA

MARKS AND NUMBERS	DESCRIPTION OF GOODS	QUANTITY (CARTONS)	QUANTITY (PIECES)	CUBIC METERS	GROSS WEIGHT (KGS)	NET WEIGHT (KGS)	NET NET WEIGHT (KGS)
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KMART | D682R TOGGLE BLACK REBUY CORE PK 1

ITEM: 890083327320	MADE IN CHINA (MAINLAND)	CONTENTS 1 ASSORTMENT	PER OUTER CARTON	12	0.295	15.500	14.500	
			TOTAL	46	552	13.570	713.000	667.000

ASSORTMENTS PER INVOICE 46

CONTRACT NO.	D682R	REFERENCE NO.	101	PACKING INSTRUCTIONS:
DC CODE	CHA	DEPARTMENT NO.	035	
DIVISION NO.	Division 4	VENDOR NO.	5543	
VENDOR ITEM CODE	30820	COUNTRY OF ORIGIN	CHINA (MAINLAND)	

	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
OUTER CARTON DIMENSIONS	122.0	62.0	39.0	0.295

ASSORTMENT DETAIL:		QUANTITY (PIECES)			NET NET WEIGHT				
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
8327560-2		SUB KSN DESC: TOGGLE BLACK SZ 6	BLACK	6.0	1	46	0.000	0.000	0.000
8328746-6		SUB KSN DESC: TOGGLE BLACK SZ 7	BLACK	7.0	2	92	0.000	0.000	0.000
8331494-8		SUB KSN DESC: TOGGLE BLACK SZ 8	BLACK	8.0	3	138	0.000	0.000	0.000
8332718-9		SUB KSN DESC: TOGGLE BLACK SZ 9	BLACK	9.0	3	138	0.000	0.000	0.000
8332723-9		SUB KSN DESC: TOGGLE BLACK SZ 10	BLACK	10.0	2	92	0.000	0.000	0.000
8332724-7		SUB KSN DESC: TOGGLE BLACK SZ 11	BLACK	11.0	1	46	0.000	0.000	0.000
		Total			12	552		0.000	0.000

	QUANTITY (CARTONS)	QUANTITY (PIECES)	CUBIC METERS	GROSS WEIGHT (KGS)	NET WEIGHT (KGS)	NET NET WEIGHT (KGS)
TOTAL PACKING LIST	46	552	13.570	713.000	667.000	0.000

We hereby certify that this shipment does not contain solid wood packing material.

FORTUNE CREATION COMPANY LIMITED

EMPLOYEE NAME Miko
 EMPLOYEE TITLE Shipping Clerk

POC #6105

Shipper		Pickup Details	Pickup Details (Local Language)
FORTUNE CREATION COMPANY LIMITED FUXIANG, LTD NAN-SIR NEW INDUSTRIAL ZONE, CHA-SHAN TOWN DONGGUAN GUANGDONG 523391 China		XIAMEN GREENTOUCH SHOES CO LTD ROOM 746, FENGNAN ST, TONAN TOWN XIAMEN FUJIAN China	
Customer Sears Holdings Corporation 3333 Beverly Road Hoffman Estates, IL - 60179 USA		Pickup Contact Name Miko Pickup Contact Phone 0769-88650866 Pickup Contact Fax 0769-88650868	
Load Type CFS Cargo Type Flat Ship Terms Free on Board Port of Loading Xiamen, CN Final Destination CHA, Chambersburg, PA, USA		Equipment Required Inland Carrier Party Responsible for Local Charges Party Responsible for Local Charges (Local Language)	Vendor XIAMEN GREENTOUCH SHOES CO LTD
Documents Cutoff Date 09/06/2018 Return Export Documents To		Return Export Documents To (Local Language)	

Marks and Numbers	
KMART	D682R
ITEM NO:	890083327320
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
D682R	101	035	Division 4	Collect		890083327320		FOOTWEAR TOGGLE BLACK REBUY CORE PK 1	CHINA (MAINLAND)	6404.19.9060	RNONE
Quantity 46 Assortments Cartons 46				Pieces 552			Gross Weight 713 KGS		Volume 13.570000 CBMS		

SHIPPING TOTALS

Total Number of Cartons 46
 Gross Weight 713 KGS
 Volume 13.570000 CBMS
 Comments Please reply to Alice within 24 hours

SHIPPING DECLARATIONS

We hereby certify that this shipment does not contain solid wood packing material.

SHIPPER/EXPORTER (COMPLETE NAME AND ADDRESS)

FORTUNE CREATION COMPANY LIMITED
FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
ZONE, CHA-SHAN TOWN
DONGGUAN GUANGDONG 523391 CHINA

CONSIGNEE (NOT NEGOTIABLE UNLESS CONSIGNED TO ORDER)

KMART CORPORATION
3333 BEVERLY ROAD,
HOFFMAN ESTATES, IL 60179 USA

NOTIFY PARTY (COMPLETE NAME AND ADDRESS)

UPS SUPPLY CHAIN SOLUTIONS
19701 HAMILTON AVENUE
TORRANCE, CA 90502
PHONE: (310) 404-2792 FAX: (310) 404 2962
ATTN: MARY ELLEN WRATSCHKO

PRE-CARRIAGE BY

PLACE OF RECEIPT BY PRE-CARRIER

XIAMEN, CN

EXPORT LICENSE NO.

EXPORT CARRIER (VESSEL/VOY/FLAG)

MOL BEACON V.024E

PORT OF LOADING

XIAMEN, CN

PORT OF DISCHARGE

NEW YORK, NY

PLACE OF DELIVERY BY ON CARRIER

CHAMBERSBURG, PA

NUMBER OF ORIGINALS

PARTICULARS FURNISHED BY SHIPPER

MARKS & NOS./CONTAINER NOS.	NO. OF PKGS.	DESCRIPTION OF PACKAGES AND GOODS	GROSS WEIGHT	MEASUREMENT
KMART PO#: ITEM NO: MADE IN: CHINA/MAINLAND CONTENTS: YMLU8964408/YMAB463895/40HQ	46Carton	PCR DATE: 9/5/2018 SHIP MODE: OVS/CY SAILING DATE: 9/14/2018 FOOTWEAR TOGGLE BLACK PO: D682R ITEM 89008332/320 REP: 101 DEPT: 035 HTS: 6404199060 FREIGHT: COLLECT THE ABOVE SHIPMENT CONTAINS NO (SOLID) WOOD PACKING MATERIAL	713KGS	1.57GM

The DESCRIPTION OF PACKAGES AND GOODS or piece count is for customs' purposes only.

In accordance with instruction from Buyer, we have received the following documents from shipper on:

Document List	Original	Copy
COMMERCIAL INVOICE	1	1
PACKINGLIST	1	1
INTERIM FOOTWEAR INVOICE	1	1

This shipment will be handled subject to the terms set forth here and on the reverse of this document which are incorporated here by reference. These Terms limit or exclude UPS Supply Chain Solutions liability and include certain indemnities to UPS Supply Chain Solutions' benefit.

As Agent for UPS SUPPLY CHAIN SOLUTIONS, INC.

Issued by *Zengtao Wu* AS AGENT FOR
UPS SUPPLY CHAIN SOLUTIONS INC.
XIAMEN Authorized Signatures

Month _____ Day _____ Year _____ 2018



Electronic Proof of Claim

Adobe Sign Document History

12/11/2018

Created:	12/10/2018
By:	Sears Claims (searsclaims@primeclerk.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAA9ED9I-jBXbYG4sinmBfeyYaBCHV-nEX2

"Electronic Proof of Claim" History

Widget created by Sears Claims (searsclaims@primeclerk.com)
12/10/2018 - 9:29:10 PM EST

Cindy Dai (cindy_dai@fortunecreation.com.cn) uploaded the following supporting documents:
 Attachment
12/10/2018 - 9:38:00 PM EST

Widget filled in by Cindy Dai (cindy_dai@fortunecreation.com.cn)
12/10/2018 - 9:38:00 PM EST- IP address: 153.254.110.34

(User email address provided through API User-Agent: Mozilla/5.0 (Windows NT 6.1; Trident/7.0; rv:11.0) like Gecko)
12/10/2018 - 9:38:03 PM EST- IP address: 153.254.110.34

Signed document emailed to Sears Claims (searsclaims@primeclerk.com) and Cindy Dai (cindy_dai@fortunecreation.com.cn)
12/10/2018 - 9:38:03 PM EST

Fill in this information to identify the case (Select only one Debtor per claim form):

<input type="checkbox"/> Sears Holdings Corporation (18-23538)	<input type="checkbox"/> MaxServ, Inc. (18-23550)	<input type="checkbox"/> Wally Labs LLC (18-23563)	<input type="checkbox"/> Kmart of Michigan, Inc. (18-23576)
<input checked="" type="checkbox"/> Sears, Roebuck and Co. (18-23537)	<input type="checkbox"/> Private Brands, Ltd. (18-23551)	<input type="checkbox"/> Big Beaver of Florida Development, LLC (18-23564)	<input type="checkbox"/> SHC Desert Springs, LLC (18-23577)
<input type="checkbox"/> Kmart Holding Corporation (18-23539)	<input type="checkbox"/> Sears Development Co. (18-23552)	<input type="checkbox"/> California Builder Appliances, Inc. (18-23565)	<input type="checkbox"/> SOE, Inc. (18-23578)
<input type="checkbox"/> Kmart Operations LLC (18-23540)	<input type="checkbox"/> Sears Holdings Management Corporation (18-23553)	<input type="checkbox"/> Florida Builder Appliances, Inc. (18-23566)	<input type="checkbox"/> StarWest, LLC (18-23579)
<input type="checkbox"/> Sears Operations LLC (18-23541)	<input type="checkbox"/> Sears Home & Business Franchises, Inc. (18-23554)	<input type="checkbox"/> KBL Holding Inc. (18-23567)	<input type="checkbox"/> STI Merchandising, Inc. (18-23580)
<input type="checkbox"/> ServiceLive, Inc. (18-23542)	<input type="checkbox"/> Sears Home Improvement Products, Inc. (18-23555)	<input type="checkbox"/> KLC, Inc. (18-23568)	<input type="checkbox"/> Troy Coolidge No. 13, LLC (18-23581)
<input type="checkbox"/> A&E Factory Service, LLC (18-23543)	<input type="checkbox"/> Sears Insurance Services, L.L.C. (18-23556)	<input type="checkbox"/> Sears Protection Company (Florida), L.L.C. (18-23569)	<input type="checkbox"/> BlueLight.com, Inc. (18-23582)
<input type="checkbox"/> A&E Home Delivery, LLC (18-23544)	<input type="checkbox"/> Sears Procurement Services, Inc. (18-23557)	<input type="checkbox"/> Kmart of Washington LLC (18-23570)	<input type="checkbox"/> Sears Brands, L.L.C. (18-23583)
<input type="checkbox"/> A&E Lawn & Garden, LLC (18-23545)	<input type="checkbox"/> Sears Protection Company (18-23558)	<input type="checkbox"/> Kmart Stores of Illinois LLC (18-23571)	<input type="checkbox"/> Sears Buying Services, Inc. (18-23584)
<input type="checkbox"/> A&E Signature Service, LLC (18-23546)	<input type="checkbox"/> Sears Protection Company (PR) Inc. (18-23559)	<input type="checkbox"/> Kmart Stores of Texas LLC (18-23572)	<input type="checkbox"/> Kmart.com LLC (18-23585)
<input type="checkbox"/> FBA Holdings Inc. (18-23547)	<input type="checkbox"/> Sears Roebuck Acceptance Corp. (18-23560)	<input type="checkbox"/> MyGofer LLC (18-23573)	<input type="checkbox"/> Sears Brands Management Corporation (18-23586)
<input type="checkbox"/> Innovel Solutions, Inc. (18-23548)	<input type="checkbox"/> Sears, Roebuck de Puerto Rico, Inc. (18-23561)	<input type="checkbox"/> Sears Brands Business Unit Corporation (18-23574)	<input type="checkbox"/> SHC Licensed Business LLC (18-23616)
<input type="checkbox"/> Kmart Corporation (18-23549)	<input type="checkbox"/> SYW Relay LLC (18-23562)	<input type="checkbox"/> Sears Holdings Publishing Company, LLC (18-23575)	<input type="checkbox"/> SHC Promotions LLC (18-23630)

Modified Official Form 410**Proof of Claim****POC #6106**

04/16

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense, other than a claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9). Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment. A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim**1. Who is the current creditor?****FORTUNE CREATION COMPANY LIMITED**

Name of the current creditor (the person or entity to be paid for this claim)

Other names the creditor used with the debtor **GREENTOUCH****2. Has this claim been acquired from someone else?** No Yes. From whom? _____**3. Where should notices and payments to the creditor be sent?****Where should notices to the creditor be sent?****Where should payments to the creditor be sent? (if different)**

Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)

Contact phone **86-15017100314**Contact email **cindy_dai@fortunecreation.com.cn**

Contact phone _____

Contact email _____

4. Does this claim amend one already filed? No Yes. Claim number on court claims registry (if known) _____Filed on **MM / DD / YYYY****5. Do you know if anyone else has filed a proof of claim for this claim?** No Yes. Who made the earlier filing? _____

Part 2: Give Information About the Claim as of the Date the Case Was Filed

POC #6106

6. Do you have any number you use to identify the debtor?	
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: _____	
7. How much is the claim? \$ <u>100,389.60</u> . Does this amount include interest or other charges?	
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).	
8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information.	
<hr/>	
9. Is all or part of the claim secured?	
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. The claim is secured by a lien on property. Nature of property: <input type="checkbox"/> Real estate. If the claim is secured by the debtor's principal residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> . <input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other. Describe: _____	
<hr/> Basis for perfection: _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded).	
Value of property: \$ _____	
Amount of the claim that is secured: \$ _____	
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)	
Amount necessary to cure any default as of the date of the petition: \$ _____	
Annual Interest Rate (when case was filed) _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable	
10. Is this claim based on a lease?	
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Amount necessary to cure any default as of the date of the petition. \$ _____	
11. Is this claim subject to a right of setoff?	
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Identify the property: _____	

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

- No
 Yes. Check one:

- Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). \$ _____
- Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). \$ _____
- Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4). \$ _____
- Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). \$ _____
- Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). \$ _____
- Other. Specify subsection of 11 U.S.C. § 507(a)() that applies. \$ _____

* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9)?

- No
 Yes. Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim. \$ 100,389.60

Part 3: Sign Below

**The person completing this proof of claim must sign and date it.
FRBP 9011(b).**

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.
18 U.S.C. §§ 152, 157, and 3571.**

Check the appropriate box:

- I am the creditor.
 I am the creditor's attorney or authorized agent.
 I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
 I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Signature: Cindy Dai
Cindy Dai (Dec 11, 2018)

Email: cindy_dai@fortunecreation.com.cn

Signature

Print the name of the person who is completing and signing this claim:

Name of the person who is completing and signing this claim:

Name

Cindy Dai

First name

Middle name

Last name

Title

Supervisor

Company

FORTUNE CREATION COMPANY LIMITED

Identify the corporate servicer as the company if the authorized agent is a servicer.

Address

FUXIANG, NAN-SIR NEW INDUSTRIAL ZONE, CHA-SHAN TOWN ,

Number Street

DONGGUAN, GUANGDONG

GD

523391

City

State

ZIP Code

Contact phone

86-15017100314

Email

cindy_dai@fortunecreation.com.cn

Attach Supporting Documentation (limited to a single PDF attachment that is less than 5 megabytes in size and under 100 pages):

I have supporting documentation.
(attach below) I do not have supporting documentation.



Attachment

PLEASE REVIEW YOUR PROOF OF CLAIM AND SUPPORTING DOCUMENTS AND REDACT ACCORDINGLY PRIOR TO UPLOADING THEM. PROOFS OF CLAIM AND ATTACHMENTS ARE PUBLIC DOCUMENTS THAT WILL BE AVAILABLE FOR ANYONE TO VIEW ONLINE.

IMPORTANT NOTE REGARDING REDACTING YOUR PROOF OF CLAIM AND SUPPORTING DOCUMENTATION When you submit a proof of claim and any supporting documentation you must show only the last four digits of any social-security, individual's tax-identification, or financial-account number, only the initials of a minor's name, and only the year of any person's date of birth. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information.

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. The responsibility for redacting personal data identifiers (as defined in Federal Rule of Bankruptcy Procedure 9037) rests solely with the party submitting the documentation and their counsel. Prime Clerk and the Clerk of the Court will not review any document for redaction or compliance with this Rule and you hereby release and agree to hold harmless Prime Clerk and the Clerk of the Court from the disclosure of any personal data identifiers included in your submission. In the event Prime Clerk or the Clerk of the Court discover that personal identifier data or information concerning a minor individual has been included in a pleading, Prime Clerk and the Clerk of the Court are authorized, in their sole discretion, to redact all such information from the text of the filing and make an entry indicating the correction.

POC #6106

Modified Form 410

Instructions for Proof of Claim

United States Bankruptcy Court

12/15

These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.
18 U.S.C. §§ 152, 157 and 3571.

How to fill out this form

- Fill in all of the information about the claim as of the date the case was filed.
- Fill in the caption at the top of the form.
- If the claim has been acquired from someone else, then state the identity of the last party who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
- Attach any supporting documents to this form.
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the next page.)
Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called “Bankruptcy Rule”) 3001(c) and (d).
- Do not attach original documents because attachments may be destroyed after scanning.
- If the claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.

- A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual’s tax identification number, or financial account number, and only the year of any person’s date of birth. See Bankruptcy Rule 9037.
- For a minor child, fill in only the child’s initials and the full name and address of the child’s parent or guardian. For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form. You may view a list of filed claims in this case by visiting the Claims and Noticing Agent’s website at <http://restructuring.primeclerk.com/sears>.

Understand the terms used in this form

Administrative expense: Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing the bankruptcy estate.
11 U.S.C. § 503.

Claim: A creditor’s right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy.
11 U.S.C. §101 (5). A claim may be secured or unsecured.

Claim Pursuant to 11 U.S.C. §503(b)(9): A claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim.

Creditor: A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

Debtor: A person, corporation, or other entity who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. § 101(13).

Evidence of perfection: Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

Information that is entitled to privacy: A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

Priority claim: A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

Proof of claim: A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

Redaction of information: Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

Secured claim under 11 U.S.C. §506(a): A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment may be a lien.

Setoff: Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

Unsecured claim: A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

Please send completed Proof(s) of Claim to:

Sears Holdings Corporation Claims Processing Center
c/o Prime Clerk LLC
850 3rd Avenue, Suite 412
Brooklyn, NY 11232

Do not file these instructions with your form

FORTUNE CREATION COMPANY LIMITED

CLAIM LIST

BUYER : SEARS ROEBUCK & CO.

DATE: 12/10/2018

BUYER	FACTORY	ORDER#	COLOR	QTY	DELIVERY DATE	DOCUMENT SENT DATE	PRICE	AMOUNT
SEARS	GREENTOUCH	SK5351	GREY	3000	08/29/18	10/08/18	19.100	\$57,300.00
SEARS	GREENTOUCH	SL5350	Brown	2256	08/29/18	10/08/18	19.100	\$43,089.60
							TOTAL	\$100,389.60

8321
FORTUNE CREATION COMPANY LIMITED
FUXIANG, NAN-SIR NEW INDUSTRIAL
ZONE, CHA-SHAN TOWN
DONGGUAN
GUANGDONG
China
523391

TO: SEARS ROEBUCK & CO.
3333 Beverly Road
Hoffman Estates, IL 60179
US

INVOICE NO.: 201821373353

SHIPPED FROM: Xiamen, China **SHIPPED TO:** Delano , CA

MODE OF TRANSPORTATION: Ocean

FOB China

MARKS AND NUMBERS	DESCRIPTION OF GOODS	QUANTITY (CARTONS)	QUANTITY (PER UNIT PRICE)	UNIT PRICE	AMOUNT (US\$ PER)
-------------------	----------------------	-----------------------	------------------------------	------------	----------------------

SEARS	SK5351	BLIZZARD 346	44	44	229.200	USD	10,084.80	USD
			CARTONS	AST			AST	
ITEM:	850019104389							
MADE IN	CHINA (MAINLAND)							
CONTENTS	1 ASSORTMENT							
SEARS DIV	654							
SEARS ITEM/SKU	28745/346							

DESCRIPTION OF TYPE OF SHOE TALL SHAFT LACEUP D RING SUEDE WEATHER BOOT
GENDER WOMEN
UPPER MATERIAL IN PERCENT 60.1% MICROFIBER + 39.9% PU
OUTER SOLE MATERIAL IN PERCENT 100% TPR
TYPE OF CONSTRUCTION CEMENT
COVERING THE ANKLE AND / OR ABOVE THE ANKLE COVERS THE ANKLE BUT NOT KNEE
SIZE RANGE 6-11 WHOLE SIZE ONLY
COMMISSION PERCENTAGE 0%
ROYALTY FOR TRADEMARK NAME HIGH SIERRA
ROYALTY PERCENTAGE 10%
ROYALTY PAYABLE TO ACI INTERNATIONAL - NOT DUTIABLE
ROYALTY IS INCLUDED IN FIRST COST NO
HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT 1

CONTRACT NO.	SK5351	REFERENCE NO.	101
DC CODE	RDE	DEPARTMENT NO.	086
DIVISION NO.	Division 4	VENDOR NO.	8321
VENDOR ITEM CODE	8321	COUNTRY OF ORIGIN	CHINA (MAINLAND)
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE
 FACTORY NO.	102737		
XIAMEN GREENTOUCH SHOES CO LTD			
ROOM 746, FENGNAN ST, TONAN TOWN			
XIAMEN			
FUJIAN			
China			
FTY MID NO.	CNXIAGRE746XIA		

SEARS SK5351 BLIZZARD 181 206 206 229.200 USD 47,215.20 USD
 CARTONS AST AST

ITEM: 850019104447
MADE IN CHINA (MAINLAND)
CONTENTS 1 ASSORTMENT
SEARS DIV 654
SEARS ITEM/SKU 28745/184

DESCRIPTION OF TYPE OF SHOE TALL SHAFT LACEUP D RING SUEDE WEATHER BOOT
GENDER WOMEN
UPPER MATERIAL IN PERCENT 60.1% MICROFIBER + 39.9% PU
OUTER SOLE MATERIAL IN PERCENT 100% TPR
TYPE OF CONSTRUCTION CEMENT
COVERING THE ANKLE AND / OR ABOVE THE ANKLE COVERS THE ANKLE BUT NOT KNEE
SIZE RANGE 6-11 WHOLE SIZE ONLY
COMMISSION PERCENTAGE 0%
ROYALTY FOR TRADEMARK NAME HIGH SIERRA
ROYALTY PERCENTAGE 10%
ROYALTY PAYABLE TO ACI INTERNATIONAL - NOT DUTIABLE
ROYALTY IS INCLUDED IN FIRST COST NO
HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT 1

COMMERCIAL INVOICE

POC #6106

Page 2 of 3

DATE: August 29, 2018

INVOICE NO.: 201821373353

8321
 FORTUNE CREATION COMPANY LIMITED
 FUXIANG, NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO:
 SEARS ROEBUCK & CO.
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China
 MODE OF TRANSPORTATION: Ocean

SHIPPED TO: Delano , CA

FOB China

CONTRACT NO.	SK5351	REFERENCE NO.	101
DC CODE	RDE	DEPARTMENT NO.	086
DIVISION NO.	Division 4	VENDOR NO.	8321
VENDOR ITEM CODE	8321	COUNTRY OF ORIGIN	CHINA (MAINLAND)
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE

FACTORY NO. 102737
 XIAMEN GREENTOUCH SHOES CO LTD
 ROOM 746, FENGNAN ST, TONAN TOWN
 XIAMEN
 FUJIAN
 China
 FTY MID NO. CNXIAGRE746XIA

SEARS	SL5350	BLIZZARD 181	30	30	229.200	USD	6,876.00	USD
ITEM:	850019104132		CARTONS	AST		AST		
MADE IN	CHINA (MAINLAND)							
CONTENTS	1 ASSORTMENT							
SEARS DIV	654							
SEARS ITEM/SKU	28746/181							

DESCRIPTION OF TYPE OF SHOE TALL SHAFT LACEUP D RING SUEDE WEATHER BOOT
 GENDER WOMEN
 UPPER MATERIAL IN PERCENT 60.1% MICROFIBER + 39.9% PU
 OUTER SOLE MATERIAL IN PERCENT 100% TPR
 TYPE OF CONSTRUCTION CEMENT
 COVERING THE ANKLE AND / OR ABOVE THE ANKLE COVERS THE ANKLE BUT NOT KNEE
 SIZE RANGE 6-11 WHOLE SIZE ONLY
 COMMISSION PERCENTAGE 0%
 ROYALTY FOR TRADEMARK NAME HIGH SIERRA
 ROYALTY PERCENTAGE 10%
 ROYALTY PAYABLE TO ACI INTERNATIONAL - NOT DUTIABLE
 ROYALTY IS INCLUDED IN FIRST COST NO
 HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT 1

CONTRACT NO.	SL5350	REFERENCE NO.	101
DC CODE	RDE	DEPARTMENT NO.	086
DIVISION NO.	Division 4	VENDOR NO.	8321
VENDOR ITEM CODE	8321	COUNTRY OF ORIGIN	CHINA (MAINLAND)
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE

FACTORY NO. 102737
 XIAMEN GREENTOUCH SHOES CO LTD
 ROOM 746, FENGNAN ST, TONAN TOWN
 XIAMEN
 FUJIAN
 China
 FTY MID NO. CNXIAGRE746XIA

PAYMENT TERM Open Acct

ORDER PAYMENT TERMS

DRAWN UNDER OPEN ACCOUNT

COMMERCIAL INVOICE**POC #6106**

Page 3 of 3

DATE: August 29, 2018

INVOICE NO.: 201821373353

8321
 FORTUNE CREATION COMPANY LIMITED
 FUXIANG, NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO:
 SEARS ROEBUCK & CO.
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China **SHIPPED TO:** Delano , CA

MODE OF TRANSPORTATION: Ocean

FOB China

	QUANTITY (CARTONS)	QUANTITY (INVOICE UNITS)	AMOUNT (US\$)
TOTAL INVOICE	280	280	ASSORTMENTS 64,176.00 USD

TOTAL US DOLLARS SIXTY-FOUR THOUSAND ONE HUNDRED SEVENTY-SIX DOLLARS AND ZERO CENTS ONLY.

We hereby certify that this shipment does not contain solid wood packing material.

FORTUNE CREATION COMPANY LIMITED

EMPLOYEE NAME	Miko
EMPLOYEE TITLE	Shipping Clerk

PACKING LIST

DATE: August 29, 2018

INVOICE NO.: 201821373353

8321

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO:

SEARS ROEBUCK & CO.
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China

SHIPPED TO: Delano, CA

MARKS AND NUMBERS		DESCRIPTION OF GOODS	QUANTITY (CARTONS)	QUANTITY (PIECES)	CUBIC METERS	GROSS WEIGHT (KGS)	NET WEIGHT (KGS)	NET NET WEIGHT (KGS)
-------------------	--	----------------------	--------------------	-------------------	--------------	--------------------	------------------	----------------------

SEARS	SK5351	BLIZZARD 346						
ITEM:	850019104389							
MADE IN	CHINA (MAINLAND)	PER OUTER CARTON		12	0.235	20.000	19.000	
CONTENTS	1 ASSORTMENT	TOTAL	44	528	10.349	880.000	836.000	0.000
SEARS DIV	654	ASSORTMENTS PER INVOICE	44					
SEARS ITEM/SKU	28745/346							

CONTRACT NO. SK5351 REFERENCE NO. 101
 DC CODE RDE DEPARTMENT NO. 086
 DIVISION NO. Division 4 VENDOR NO. 8321
 VENDOR ITEM CODE 8321 COUNTRY OF CHINA
 ORIGIN (MAINLAND)

PACKING INSTRUCTIONS:

OUTER CARTON DIMENSIONS	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
	100.0	56.0	42.0	0.235

ASSORTMENT DETAIL:		QUANTITY (PIECES)		NET NET WEIGHT					
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
1910420-7		SUB KSN DESC: BLIZZARD SZ 6 562	GREY	6.0	2	88	0.000	0.000	0.000
1910424-9		SUB KSN DESC: BLIZZARD SZ 7 564	GREY	7.0	2	88	0.000	0.000	0.000
1910429-8		SUB KSN DESC: BLIZZARD SZ 8 566	GREY	8.0	4	176	0.000	0.000	0.000
1910432-2		SUB KSN DESC: BLIZZARD SZ 9 568	GREY	9.0	2	88	0.000	0.000	0.000
1910434-8		SUB KSN DESC: BLIZZARD SZ 10 570	GREY	10.0	2	88	0.000	0.000	0.000
		Total			12	528		0.000	0.000

SEARS	SK5351	BLIZZARD 181						
ITEM:	850019104447							
MADE IN	CHINA (MAINLAND)	PER OUTER CARTON		12	0.235	20.000	19.000	
CONTENTS	1 ASSORTMENT	TOTAL	206	2,472	48.451	4,120.000	3,914.000	0.000
SEARS DIV	654	ASSORTMENTS PER INVOICE	206					
SEARS ITEM/SKU	28745/181							

CONTRACT NO. SK5351 REFERENCE NO. 101
 DC CODE RDE DEPARTMENT NO. 086
 DIVISION NO. Division 4 VENDOR NO. 8321
 VENDOR ITEM CODE 8321 COUNTRY OF CHINA
 ORIGIN (MAINLAND)

PACKING INSTRUCTIONS:

OUTER CARTON DIMENSIONS	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
	100.0	56.0	42.0	0.235

ASSORTMENT DETAIL:		QUANTITY (PIECES)		NET NET WEIGHT					
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
1910420-7		SUB KSN DESC: BLIZZARD SZ 6 562	GREY	6.0	1	206	0.000	0.000	0.000
1910424-9		SUB KSN DESC: BLIZZARD SZ 7 564	GREY	7.0	2	412	0.000	0.000	0.000

DATE: August 29, 2018

INVOICE NO.: 201821373353

8321

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO:
 SEARS ROEBUCK & CO.
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China

SHIPPED TO: Delano, CA

1910429-8	SUB KSN DESC: BLIZZARD SZ 8 566	GREY	8.0	3	618	0.000	0.000	0.000
1910432-2	SUB KSN DESC: BLIZZARD SZ 9 568	GREY	9.0	3	618	0.000	0.000	0.000
1910434-8	SUB KSN DESC: BLIZZARD SZ 10 570	GREY	10.0	2	412	0.000	0.000	0.000
1910441-3	SUB KSN DESC: BLIZZARD SZ 11 572	GREY	11.0	1	206	0.000	0.000	0.000
Total				12	2,472		0.000	0.000

SEARS SL5350 BLIZZARD 181

ITEM:	850019104132						
MADE IN	CHINA (MAINLAND)		PER OUTER CARTON				
CONTENTS	1 ASSORTMENT		TOTAL	12	0.235	20.000	19.000
SEARS DIV	654		ASSORTMENTS PER INVOICE	30	360	7.056	600.000
SEARS ITEM/SKU	28746/181			30		570.000	0.000

CONTRACT NO. SL5350 REFERENCE NO. 101
 DC CODE RDE DEPARTMENT NO. 086
 DIVISION NO. Division 4 VENDOR NO. 8321
 VENDOR ITEM CODE 8321 COUNTRY OF CHINA
 ORIGIN (MAINLAND)

OUTER CARTON DIMENSIONS	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
	100.0	56.0	42.0	0.235

ASSORTMENT DETAIL:			QUANTITY (PIECES)		NET NET WEIGHT				
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
1910258-1		SUB KSN DESC: BLIZZARD SZ 6 562	BROWN	6.0	1	30	0.000	0.000	0.000
1910260-7		SUB KSN DESC: BLIZZARD SZ 7 564	BROWN	7.0	2	60	0.000	0.000	0.000
1910261-5		SUB KSN DESC: BLIZZARD SZ 8 566	BROWN	8.0	3	90	0.000	0.000	0.000
1910262-3		SUB KSN DESC: BLIZZARD SZ 9 568	BROWN	9.0	3	90	0.000	0.000	0.000
1910263-1		SUB KSN DESC: BLIZZARD SZ 10 570	BROWN	10.0	2	60	0.000	0.000	0.000
1910274-8		SUB KSN DESC: BLIZZARD SZ 11 572	BROWN	11.0	1	30	0.000	0.000	0.000
Total					12	360		0.000	0.000

TOTAL PACKING LIST	QUANTITY (CARTONS)	QUANTITY (PIECES)	CUBIC METERS	GROSS WEIGHT (KGS)	NET WEIGHT (KGS)	NET NET WEIGHT (KGS)
	280	3,360	65.856	5,600.000	5,320.000	0.000

We hereby certify that this shipment does not contain solid wood packing material.

DATE: August 29, 2018

INVOICE NO.: 201821373353

8321
FORTUNE CREATION COMPANY LIMITED
FUXIANG, NAN-SIR NEW INDUSTRIAL
ZONE, CHA-SHAN TOWN
DONGGUAN
GUANGDONG
China
523391

TO: SEARS ROEBUCK & CO.
3333 Beverly Road
Hoffman Estates, IL 60179
US

SHIPPED FROM: Xiamen, China

SHIPPED TO: Delano, CA

FORTUNE CREATION COMPANY LIMITED

EMPLOYEE NAME	Miko
EMPLOYEE TITLE	Shipping Clerk

Shipper		Pickup Details	Pickup Details (Local Language)
FORTUNE CREATION COMPANY LIMITED FUXIANG, NAN-SIR NEW INDUSTRIAL ZONE, CHA-SHAN TOWN DONGGUAN GUANGDONG 523391 China		XIAMEN GREENTOUCH SHOES CO LTD ROOM 746, FENGNAN ST, TONAN TOWN XIAMEN FUJIAN China	
		Pickup Contact Name Miko	
		Pickup Contact Phone 0769-88650866	
		Pickup Contact Fax 0769-88650868	
Customer		Consignee	
Sears Holdings Corporation 3333 Beverly Road Hoffman Estates, IL - 60179 USA		SEARS ROEBUCK & CO. 3333 Beverly Road Hoffman Estates, IL 60179 United States	
Load Type CY		Equipment Required	1 - 40' High Cube Dry
Cargo Type Flat		Inland Carrier	Vendor
Ship Terms Free on Board		Party Responsible for Local Charges	XIAMEN GREENTOUCH SHOES CO LTD
Port of Loading Xiamen, CN		Party Responsible for Local Charges (Local Language)	
Final Destination RDE, Delano, CA, USA			
Documents Cutoff Date 08/29/2018		Return Export Documents To (Local Language)	
Return Export Documents To			

Marks and Numbers	
SEARS	SK5351
ITEM NO:	850019104389
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments
SEARS DIV	654
SEARS ITEM/SKU	28745/346

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
SK5351	101	086	Division 4	Collect		850019104389		FOOTWEAR BLIZZARD 346	CHINA (MAINLAND)	6404.19.9060	RNONE
		Quantity 44 Assortments		Cartons 44		Pieces 528		Gross Weight 880 KGS		Volume 10.349000 CBMS	

Marks and Numbers	
SEARS	SK5351
ITEM NO:	850019104447
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments
SEARS DIV	654
SEARS ITEM/SKU	28745/181

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
SK5351	101	086	Division 4	Collect		850019104447		FOOTWEAR BLIZZARD 181	CHINA (MAINLAND)	6404.19.9060	RNONE
		Quantity 206 Assortments		Cartons 206		Pieces 2,472		Gross Weight 4,120 KGS		Volume 48.451000 CBMS	

Cargo Delivery Number
 Shipping Order Number Pg 57 of 78
 Cargo Ready Date 08/29/2018

Marks and Numbers	
SEARS	SL5350
ITEM NO:	850019104132
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments
SEARS DIV	654
SEARS ITEM/SKU	28746/181

POC #6106

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
SL5350	101	086	Division 4	Collect		850019104132		FOOTWEAR BLIZZARD 181	CHINA (MAI NLAND)	6404.19.9060	RNONE
				Quantity 30 Assortments	Cartons 30		Pieces 360	Gross Weight 600 KGS	Volume 7.056000 CBMS		

SHIPPING TOTALS

Total Number of Cartons 280
 Gross Weight 5,600 KGS
 Volume 65.856000 CBMS
 Comments Please reply to Alice within 24 hours

SHIPPING DECLARATIONS

We hereby certify that this shipment does not contain solid wood packing material.

UPS Supply Chain SolutionsSM

Pg 58 of 78

OTI License No. 275F

FORWARDER'S CARGO RECEIPT

SHIPPER/EXPORTER (COMPLETE NAME AND ADDRESS)

FORTUNE CREATION COMPANY LIMITED
FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
ZONE, CHA-SHAN TOWN
DONGGUAN GUANGDONG 523391 CHINA

BOOKING NO.
146800709289CARGO RECEIPT NO.
7179419698

CONSIGNEE (NOT NEGOTIABLE UNLESS CONSIGN TO ORDER)

SEARS, ROEBUCK AND CO.
3333 BEVERLY ROAD,
HOFFMAN ESTATES, IL 60179 USA

EXPORT REFERENCES

DATE OF RECEIPT OF CARGO

POC #6106

09/03/2018

THIS IS NOT A DOCUMENT OF TITLE.

UPS SUPPLY CHAIN SOLUTIONS, INC.

Received by UPS SUPPLY CHAIN SOLUTIONS, INC. in external apparent good order and condition from Shipper, the package(s) listed below are said to contain the goods hereinafter described. This receipt is not valid unless verified and signed by an authorized signatory of UPS SUPPLY CHAIN SOLUTIONS. Unless a higher value is declared on this receipt and the extra charge paid, liability is limited to \$0.50 per pound of goods lost or damaged. If COGSA governs with the force of law, its limitation, described in paragraph 3 on the reverse hereof, controls unless a higher value is declared.

Declared Value is: _____

NOTIFY PARTY (COMPLETE NAME AND ADDRESS)

UPS SUPPLY CHAIN SOLUTIONS
19701 HAMILTON AVENUE
TORRANCE, CA 90502
PHONE:(310) 404-2792 FAX: (310) 404 2962
ATTN: MARY ELLEN WRATSCHKO

EXPORT LICENSE NO.

PRE-CARRIAGE BY

PLACE OF RECEIPT BY PRE-CARRIER
XIAMEN,CN

EXPORT CARRIER (VESSEL/VOY/FLAG)

APL FULLERTON OTX11E1MA

PORT OF LOADING

XIAMEN,CN

PORT OF DISCHARGE

LOS ANGELES,CA.

PLACE OF DELIVERY BY ON CARRIER

DELANO,CA.

NUMBER OF ORIGINALS

1

PARTICULARS FURNISHED BY SHIPPER

MARKS & NOS./CONTAINER NOS.	NO. OF PKGS.	DESCRIPTION OF PACKAGES AND GOODS	GROSS WEIGHT	MEASUREMENT
SEARS PO#: ITEM NO: MADE IN :CHINA(MAINLAND) CONTENTS: SEARS DIV: SEARS ITEM/SKU: EGHU9256110/EMCPCF0868/40HC	280CTNS	FCR DATE:9/3/2018 SHIP MODE:CY/CY SAILING DATE:9/10/2018 FREIGHT:COLLECT THE ABOVE SHIPMENT CONTAINS NO (SOLID) WOOD PACKING MATERIAL	5600KGS	65.856CBM

AS PER ATTACHMENT

The DESCRIPTION OF PACKAGES AND GOODS or piece count is for customs' purposes only.

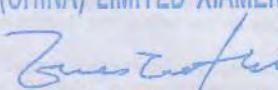
In accordance with instruction from Buyer, we have received the following documents from shipper on:

Document List	Original	Copy
COMMERCIAL INVOICE	1	1
PACKINGLIST	1	1
INTERIM FOOTWEAR INVOICE	1	1
TRADEMARK RELEASE LETTER	1	1

This shipment will be handled subject to the terms set forth here and on the reverse of this document which are incorporated here by reference. These Terms limit or exclude UPS Supply Chain Solutions liability and include certain indemnities to UPS Supply Chain Solutions' benefit.

As Agent for UPS SUPPLY CHAIN SOLUTIONS, INC.

UPS SCS (CHINA) LIMITED XIAMEN BRANCH

Issued by  AS AGENT FOR

UPS SUPPLY CHAIN SOLUTIONS INC.

Authorized Signatures

Month 9 Day 11 Year 2018

POC #6106

Attachment No: 1 *** UPS SUPPLY CHAIN SOLUTIONS, INC. ***
ATTACHMENT FOR *** FORWARDER'S CARGO RECEIPT ***
ATTACHMENT 7179419698

Packages:	Description:	Kgs:	Cbm:
206 CTNS	FOOTWEAR BLIZZARD 181 PO:SK5351 ITEM:850019104447 REF:101 DEPT:086 HTS:6404199060	4120	48.451
30 CTNS	FOOTWEAR BLIZZARD 181 PO:SL5350 ITEM:850019104132 REF:101 DEPT:086 HTS:6404199060	600	7.056
44 CTNS	FOOTWEAR BLIZZARD 346 PO:SK5351 ITEM:850019104389 REF:101 DEPT:086 HTS:6404199060	880	10.349

UPS SCS (CHINA) LIMITED XIAMEN BRANCH
Zuesttaofan
AS AGENT FOR
UPS SUPPLY CHAIN SOLUTIONS INC.
Authorized Signatures

COMMERCIAL INVOICE

POC #6106

Page 1 of 2

DATE: August 29, 2018

INVOICE NO.: 201821373459

8321
 FORTUNE CREATION COMPANY LIMITED
 FUXIANG, NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO:
 SEARS ROEBUCK & CO.
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China SHIPPED TO: Delano, CA

MODE OF TRANSPORTATION: Ocean

FOB China

MARKS AND NUMBERS		DESCRIPTION OF GOODS	QUANTITY (CARTONS)	QUANTITY (PER UNIT PRICE)	UNIT PRICE	AMOUNT (US\$ PER)
SEARS	SL5350	BLIZZARD 346	22	22	229.200 USD	5,042.40 USD
ITEM:	850019102649		CARTONS	AST	AST	
MADE IN	CHINA (MAINLAND)					
CONTENTS	1 ASSORTMENT					
SEARS DIV	654					
SEARS ITEM/SKU	28746/346					

DESCRIPTION OF TYPE OF SHOE TALL SHAFT LACEUP D RING SUEDE WEATHER BOOT
 GENDER WOMEN
 UPPER MATERIAL IN PERCENT 60.1% MICROFIBER + 39.9% PU
 OUTER SOLE MATERIAL IN PERCENT 100% TPR
 TYPE OF CONSTRUCTION CEMENT
 COVERING THE ANKLE AND / OR ABOVE THE ANKLE COVERS THE ANKLE BUT NOT KNEE
 SIZE RANGE 6-11 WHOLE SIZE ONLY
 COMMISSION PERCENTAGE 0%
 ROYALTY FOR TRADEMARK NAME HIGH SIERRA
 ROYALTY PERCENTAGE 10%
 ROYALTY PAYABLE TO ACI INTERNATIONAL - NOT DUTIABLE
 ROYALTY IS INCLUDED IN FIRST COST NO
 HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT 1

CONTRACT NO.	SL5350	REFERENCE NO.	101
DC CODE	RDE	DEPARTMENT NO.	086
DIVISION NO.	Division 4	VENDOR NO.	8321
VENDOR ITEM CODE	8321	COUNTRY OF ORIGIN	CHINA (MAINLAND)
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE
FACTORY NO.	102737		
XIAMEN GREENTOUCH SHOES CO LTD			
ROOM 746, FENGNAN ST, TONAN TOWN			
XIAMEN			
FUJIAN			
China			
FTY MID NO.	CNXIAGRE746XIA		

SEARS	SL5350	BLIZZARD 181	136	136	229.200 USD	31,171.20 USD
ITEM:	850019104132		CARTONS	AST	AST	
MADE IN	CHINA (MAINLAND)					
CONTENTS	1 ASSORTMENT					
SEARS DIV	654					
SEARS ITEM/SKU	28746/181					

DESCRIPTION OF TYPE OF SHOE TALL SHAFT LACEUP D RING SUEDE WEATHER BOOT
 GENDER WOMEN
 UPPER MATERIAL IN PERCENT 60.1% MICROFIBER + 39.9% PU
 OUTER SOLE MATERIAL IN PERCENT 100% TPR
 TYPE OF CONSTRUCTION CEMENT
 COVERING THE ANKLE AND / OR ABOVE THE ANKLE COVERS THE ANKLE BUT NOT KNEE
 SIZE RANGE 6-11 WHOLE SIZE ONLY
 COMMISSION PERCENTAGE 0%
 ROYALTY FOR TRADEMARK NAME HIGH SIERRA
 ROYALTY PERCENTAGE 10%
 ROYALTY PAYABLE TO ACI INTERNATIONAL - NOT DUTIABLE
 ROYALTY IS INCLUDED IN FIRST COST NO
 HOW MANY PAIRS WILL BE IN ONE ITEM/SELLING UNIT 1

Pg. 61 of 78
COMMERCIAL INVOICE**POC #6106**

Page 2 of 2

DATE: August 29, 2018

INVOICE NO.: 201821373459

8321
 FORTUNE CREATION COMPANY LIMITED
 FUXIANG, NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO: SEARS ROEBUCK & CO.
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China **SHIPPED TO:** Delano , CA

MODE OF TRANSPORTATION: Ocean

FOB China

CONTRACT NO.	SL5350	REFERENCE NO.	101
DC CODE	RDE	DEPARTMENT NO.	086
DIVISION NO.	Division 4	VENDOR NO.	8321
VENDOR ITEM CODE	8321	COUNTRY OF ORIGIN	CHINA (MAINLAND)
BINDING RULING # OR PRECLASS #		CATEGORY	RNONE

FACTORY NO. 102737
 XIAMEN GREENTOUCH SHOES CO LTD
 ROOM 746, FENGNAN ST, TONAN TOWN
 XIAMEN
 FUJIAN
 China
FTY MID NO. CNXIAGRE746XIA

PAYMENT TERM Open Acct

ORDER PAYMENT TERMS

DRAWN UNDER OPEN ACCOUNT

	QUANTITY (CARTONS)	QUANTITY (INVOICE UNITS)	AMOUNT (US\$)
TOTAL INVOICE	158	158	ASSORTMENTS 36,213.60 USD

TOTAL US DOLLARS THIRTY-SIX THOUSAND TWO HUNDRED THIRTEEN DOLLARS AND SIXTY CENTS ONLY.

We hereby certify that this shipment does not contain solid wood packing material.

FORTUNE CREATION COMPANY LIMITED

EMPLOYEE NAME	Miko
EMPLOYEE TITLE	Shipping Clerk

DATE: August 29, 2018

INVOICE NO.: 201821373459

8321

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO:

SEARS ROEBUCK & CO.
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China

SHIPPED TO: Delano, CA

MARKS AND NUMBERS		DESCRIPTION OF GOODS	QUANTITY (CARTONS)	QUANTITY (PIECES)	CUBIC METERS	GROSS WEIGHT (KGS)	NET WEIGHT (KGS)	NET NET WEIGHT (KGS)
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SEARS	SL5350	BLIZZARD 346						
ITEM:	850019102649							
MADE IN	CHINA (MAINLAND)	PER OUTER CARTON		12	0.235	20.000	19.000	
CONTENTS	1 ASSORTMENT	TOTAL	22	264	5.174	440.000	418.000	0.000
SEARS DIV	654	ASSORTMENTS PER INVOICE	22					
SEARS ITEM/SKU	28746/346							

CONTRACT NO. SL5350 REFERENCE NO. 101
 DC CODE RDE DEPARTMENT NO. 086
 DIVISION NO. Division 4 VENDOR NO. 8321
 VENDOR ITEM CODE 8321 COUNTRY OF ORIGIN CHINA (MAINLAND)

PACKING INSTRUCTIONS:

OUTER CARTON DIMENSIONS	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
	100.0	56.0	42.0	0.235

ASSORTMENT DETAIL:				QUANTITY (PIECES)		NET NET WEIGHT			
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
1910258-1		SUB KSN DESC: BLIZZARD SZ 6 562	BROWN	6.0	2	44	0.000	0.000	0.000
1910260-7		SUB KSN DESC: BLIZZARD SZ 7 564	BROWN	7.0	2	44	0.000	0.000	0.000
1910261-5		SUB KSN DESC: BLIZZARD SZ 8 566	BROWN	8.0	4	88	0.000	0.000	0.000
1910262-3		SUB KSN DESC: BLIZZARD SZ 9 568	BROWN	9.0	2	44	0.000	0.000	0.000
1910263-1		SUB KSN DESC: BLIZZARD SZ 10 570	BROWN	10.0	2	44	0.000	0.000	0.000
Total					12	264			0.000
									0.000

SEARS	SL5350	BLIZZARD 181						
ITEM:	850019104132							
MADE IN	CHINA (MAINLAND)	PER OUTER CARTON		12	0.235	20.000	19.000	
CONTENTS	1 ASSORTMENT	TOTAL	136	1,632	31.987	2,720.000	2,584.000	0.000
SEARS DIV	654	ASSORTMENTS PER INVOICE	136					
SEARS ITEM/SKU	28746/181							

CONTRACT NO. SL5350 REFERENCE NO. 101
 DC CODE RDE DEPARTMENT NO. 086
 DIVISION NO. Division 4 VENDOR NO. 8321
 VENDOR ITEM CODE 8321 COUNTRY OF ORIGIN CHINA (MAINLAND)

PACKING INSTRUCTIONS:

OUTER CARTON DIMENSIONS	LENGTH (CM)	WIDTH (CM)	HEIGHT (CM)	CUBIC METERS
	100.0	56.0	42.0	0.235

ASSORTMENT DETAIL:				QUANTITY (PIECES)		NET NET WEIGHT			
SKU	(OPTIONAL)	DESCRIPTION	COLOR	SIZE	PIECES PER CARTON	EXTENSION	PER PIECE	PER CARTON	EXTENSION
1910258-1		SUB KSN DESC: BLIZZARD SZ 6 562	BROWN	6.0	1	136	0.000	0.000	0.000
1910260-7		SUB KSN DESC: BLIZZARD SZ 7 564	BROWN	7.0	2	272	0.000	0.000	0.000

DATE: August 29, 2018

INVOICE NO.: 201821373459

8321

FORTUNE CREATION COMPANY LIMITED
 FUXIANG, NAN-SIR NEW INDUSTRIAL
 ZONE, CHA-SHAN TOWN
 DONGGUAN
 GUANGDONG
 China
 523391

TO: SEARS ROEBUCK & CO.
 3333 Beverly Road
 Hoffman Estates, IL 60179
 US

SHIPPED FROM: Xiamen, China

SHIPPED TO: Delano, CA

1910261-5	SUB KSN DESC: BLIZZARD SZ 8 566	BROWN	8.0	3	408	0.000	0.000	0.000
1910262-3	SUB KSN DESC: BLIZZARD SZ 9 568	BROWN	9.0	3	408	0.000	0.000	0.000
1910263-1	SUB KSN DESC: BLIZZARD SZ 10 570	BROWN	10.0	2	272	0.000	0.000	0.000
1910274-8	SUB KSN DESC: BLIZZARD SZ 11 572	BROWN	11.0	1	136	0.000	0.000	0.000
	Total			12	1,632		0.000	0.000

	QUANTITY (CARTONS)	QUANTITY (PIECES)	CUBIC METERS	GROSS WEIGHT (KGS)	NET WEIGHT (KGS)	NET NET WEIGHT (KGS)
TOTAL PACKING LIST	158	1,896	37.162	3,160.000	3,002.000	0.000

We hereby certify that this shipment does not contain solid wood packing material.

FORTUNE CREATION COMPANY LIMITED

EMPLOYEE NAME	Miko
EMPLOYEE TITLE	Shipping Clerk

Shipper		Pickup Details	Pickup Details (Local Language)
XIAMEN GREENTOUCH SHOES CO LTD ROOM 746, FENG NAN ST, TONAN TOWN XIAMEN FUJIAN China		XIAMEN GREENTOUCH SHOES CO LTD ROOM 746, FENG NAN ST, TONAN TOWN XIAMEN FUJIAN China	
		Pickup Contact Name Miko	
		Pickup Contact Phone 0769-88650866	
		Pickup Contact Fax 0769-88650868	
Customer		Consignee	
Sears Holdings Corporation 3333 Beverly Road Hoffman Estates, IL - 60179 USA		SEARS ROEBUCK & CO. 3333 Beverly Road Hoffman Estates, IL 60179 United States	
Load Type	CFS	Equipment Required	
Cargo Type	Flat	Inland Carrier	Vendor
Ship Terms	Free on Board	Party Responsible for Local Charges	XIAMEN GREENTOUCH SHOES CO LTD
Port of Loading	Xiamen, CN	Party Responsible for Local Charges (Local Language)	
Final Destination	RDE, Delano, CA, USA		
Documents Cutoff Date	08/29/2018	Return Export Documents To (Local Language)	
Return Export Documents To			

Marks and Numbers	
SEARS	SL5350
ITEM NO:	850019102649
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments
SEARS DIV	654
SEARS ITEM/SKU	28746/346

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
SL5350	101	086	Division 4	Collect		850019102649		FOOTWEAR BLIZZARD 346	CHINA (MAINLAND)	6404.19.9060	RNONE
		Quantity 22 Assortments		Cartons 22		Pieces 264		Gross Weight 440 KGS		Volume 5.174000 CBMS	

Marks and Numbers	
SEARS	SL5350
ITEM NO:	850019104132
MADE IN:	CHINA (MAINLAND)
CONTENTS:	1 Assortments
SEARS DIV	654
SEARS ITEM/SKU	28746/181

Purchase Order	User Ref	Dept	Division	Freight Payment Terms	Letter of Credit	Item Number	Local Language Commodity Description	Commodity Description	Country of Origin	HTS Number	Quota Category
SL5350	101	086	Division 4	Collect		850019104132		FOOTWEAR BLIZZARD 181	CHINA (MAINLAND)	6404.19.9060	RNONE
		Quantity 136 Assortments		Cartons 136		Pieces 1,632		Gross Weight 2,720 KGS		Volume 31.987000 CBMS	

SHIPPING TOTALS

Total Number of Cartons 158
 Gross Weight 3,160 KGS
 Volume 37.162000 CBMS
 Comments Please reply to Alice within 24 hours

SHIPPING DECLARATIONS

We hereby certify that this shipment does not contain solid wood packing material.

UPS Supply Chain SolutionsSM

Pg. 65 of 78

OTI License No. 275F

FORWARDER'S CARGO RECEIPT

SHIPPER/EXPORTER (COMPLETE NAME AND ADDRESS)

FORTUNE CREATION COMPANY LIMITED
FUXIANG, LTD NAN-SIR NEW INDUSTRIAL
ZONE, CHA-SHAN TOWN
DONGGUAN GUANGDONG 523391 CHINA

BOOKING NO.

146800709271

CARGO RECEIPT NO.

7179419665

EXPORT REFERENCES

DATE OF RECEIPT OF CARGO

POC #6106

08/28/2018

CONSIGNEE (NOT NEGOTIABLE UNLESS CONSIGNMENT TO ORDER)

SEARS, ROEBUCK AND CO.
3333 BEVERLY ROAD,
HOFFMAN ESTATES, IL 60179 USA

THIS IS NOT A DOCUMENT OF TITLE.

UPS SUPPLY CHAIN SOLUTIONS, INC.

Received by UPS SUPPLY CHAIN SOLUTIONS, INC. in external apparent good order and condition from Shipper, the package(s) listed below are said to contain the goods hereinafter described. This receipt is not valid unless verified and signed by an authorized signatory of UPS SUPPLY CHAIN SOLUTIONS. Unless a higher value is declared on this receipt and the extra charge paid, liability is limited to \$0.50 per pound of goods lost or damaged. If COGSA governs with the force of law, its limitation, described in paragraph 3 on the reverse hereof, controls unless a higher value is declared.

Declared Value is: _____

NOTIFY PARTY (COMPLETE NAME AND ADDRESS)

UPS SUPPLY CHAIN SOLUTIONS
19701 HAMILTON AVENUE
TORRANCE, CA 90502
PHONE:(310) 404-2792 FAX: (310) 404 2962
ATTN: MARY ELLEN WRATSCHKO

EXPORT LICENSE NO.

PRE-CARRIAGE BY

PLACE OF RECEIPT BY PRE-CARRIER
XIAMEN,CN

EXPORT CARRIER (VESSEL/VOY/FLAG)

APL FULLERTON OTX11E1MA

PORT OF LOADING

XIAMEN,CN

PORT OF DISCHARGE

LOS ANGELES,CA.

PLACE OF DELIVERY BY ON CARRIER

DELANO,CA.

NUMBER OF ORIGINALS
1

PARTICULARS FURNISHED BY SHIPPER

MARKS & NOS./CONTAINER NOS.	NO. OF PKGS.	DESCRIPTION OF PACKAGES AND GOODS	GROSS WEIGHT	MEASUREMENT
SEARS PO#: ITEM NO: MADE IN :CHINA(MAINLAND) CONTENTS: SEARS DIV: SEARS ITEM/SKU: EISU1643110/EMCQPZ1937/40STD	158CTNS	FCR DATE:8/28/2018 SHIP MODE:CFS/CY SAILING DATE:9/10/2018 FREIGHT:COLLECT THE ABOVE SHIPMENT CONTAINS NO (SOLID) WOOD PACKING MATERIAL	3160KGS	37.161CBM

AS PER ATTACHMENT

The DESCRIPTION OF PACKAGES AND GOODS or piece count is for customs' purposes only.

In accordance with instruction from Buyer, we have received the following documents from shipper on:

Document List	Original	Copy
COMMERCIAL INVOICE	1	1
PACKINGLIST	1	1
INTERIM FOOTWEAR INVOICE	1	1
TRADEMARK RELEASE LETTER	1	1

This shipment will be handled subject to the terms set forth here and on the reverse of this document which are incorporated here by reference. These Terms limit or exclude UPS Supply Chain Solutions liability and include certain indemnities to UPS Supply Chain Solutions' benefit.

As Agent for UPS SUPPLY CHAIN SOLUTIONS, INC.

UPS SCS (CHINA) LIMITED XIAMEN BRANCH

Zhuo wu fei
AS AGENT FOR
UPS SUPPLY CHAIN SOLUTIONS INC.
Issued by _____ Authorized Signatures _____

Month 9 Day 11 Year 2018

Attachment No: 1 *** UPS SUPPLY CHAIN SOLUTIONS, INC. ***
ATTACHMENT FOR *** FORWARDER'S CARGO RECEIPT ***
7179419665

Packages:	Description:	Kgs:	Cbm:
136 CTNS	FOOTWEAR BLIZZARD 181 PO:SL5350 ITEM:850019104132 REF:101 DEPT:086 HTS:6404199060	2720	31.987
22 CTNS	FOOTWEAR BLIZZARD 346 PO:SL5350 ITEM:850019102649 REF:101 DEPT:086 HTS:6404199060	440	5.174

UPS SCS (CHINA) LIMITED XIAMEN BRANCH
Zhuang Jiafu
AS AGENT FOR
UPS SUPPLY CHAIN SOLUTIONS INC.
Authorized Signatures



Electronic Proof of Claim

Adobe Sign Document History

12/11/2018

Created:	12/10/2018
By:	Sears Claims (searsclaims@primeclerk.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAg1d_sgFswGWU44IOu45-2L96yfQB03og

"Electronic Proof of Claim" History

- Widget created by Sears Claims (searsclaims@primeclerk.com)
12/10/2018 - 9:43:17 PM EST

- Cindy Dai (cindy_dai@fortunecreation.com.cn) uploaded the following supporting documents:
 Attachment
12/10/2018 - 9:50:29 PM EST

- Widget filled in by Cindy Dai (cindy_dai@fortunecreation.com.cn)
12/10/2018 - 9:50:29 PM EST- IP address: 153.254.110.34

- (User email address provided through API User-Agent: Mozilla/5.0 (Windows NT 6.1; Trident/7.0; rv:11.0) like Gecko)
12/10/2018 - 9:50:32 PM EST- IP address: 153.254.110.34

- Signed document emailed to Cindy Dai (cindy_dai@fortunecreation.com.cn) and Sears Claims (searsclaims@primeclerk.com)
12/10/2018 - 9:50:32 PM EST

Exhibit B

Claim 6105 & 6106 Notice of Transfer

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re: SEARS HOLDINGS CORPORATION

Case No. 18-23538

NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE. Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Bradford Capital Holdings, LP Name of Transferee	Fortune Creation Company Limited Name of Transferor
Name and address where transferee payments should be sent: c/o Bradford Capital Management, LLC PO Box 4353 Clifton, NJ 07012 Attn: Brian Brager Email: bbrager@bradfordcapitalmgmt.com Phone: (862) 249-1349	Scheduled Claim Number: 495312 Scheduled Claim Amount: \$99,605.67 Proof of Claim Number 6106 Proof of Claim Amount: \$100,389.60 Scheduled Claim Number: 696248 Scheduled Claim Amount: \$171,175.20 Proof of Claim Number: 6105 Proof of Claim Amount: \$171,175.20

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

Bradford Capital Holdings, LP
By: Bradford Capital GP, LLC, its General Partner

By: /s/ Brian Brager
Transferee/Transferee's Agent

Date: 8/23/19

EVIDENCE OF TRANSFER OF CLAIM

TO: United States Bankruptcy Court
Southern District of New York
Attention: Clerk

AND TO: Sears Holdings Corporation ("Debtor")
Case No. 18-23538

Proof of Claim #: 6105, 6106
Proof of Claim Amount: \$271,564.80
Schedule # 495312, 696248
Schedule Amount: \$270,780.87

FORTUNE CREATION COMPANY LIMITED, its successors and assigns ("Assignor"), for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

Bradford Capital Holdings, LP
Attention: Brian L. Brager
PO Box 4353
Clifton, NJ 07012

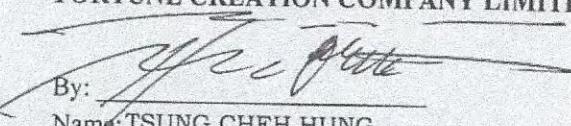
Its successors and assigns ("Assignee"), all rights, title and interest in and to the administrative priority claim of Assignor, including all rights of stoppage in transit, replevin and reclamation, (the "Claim") against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Assignor hereby waives any objection to the transfer of the Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedures, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges, understands and agrees, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Claim and recognizing the Assignee as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Assignee.

IN WITNESS WHEREOF, each of the undersigned has executed this Evidence of Transfer by its duly authorized representative dated this 6th day of August 2019.

ASSIGNOR
FORTUNE CREATION COMPANY LIMITED

By: 
Name: TSUNG CHEH HUNG
Title: CEO

ASSIGNEE
Bradford Capital Holdings, LP
By: Bradford Capital GP, LLC, its General Partner

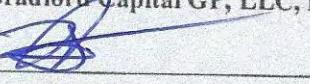
By: 
Name: Brian Brager
Title: Managing Member

Exhibit C

Proof of Delivery For Claim 6105 & 6106



QUICK START ▾

Tracking

Shipping

Services

Search



② Order Service

Clearance Completed

Scheduled Delivery

Tuesday
2018/10/23

Send Updates

Estimated Time

20:00**Claim # 6105****CFS shipment****FCR# 7185275097****PO# D689J D689K D682R**
Ship To
CHAMBERSBURG, PA, US

 We care about the security of your parcel. [Log in](#) to get more details about your delivery.

Shipment Progress

Date	Location	Activity
2018/10/24 11:13	-	Cleared Customs
2018/10/24 11:00	-	Shipment in Customs
2018/10/19 6:34	-	ISF Matched to AMS Bill On File
2018/10/18 2:22	New York, NY, United States	Scheduled Arrival
2018/09/17 19:44	Xiamen, 35, China	Documents received from shipper
2018/09/17 19:44	Xiamen, 35, China	Date Available to Ship
2018/09/14 0:22	Xiamen, 35, China	Scheduled Departure
2018/09/14 0:22	Xiamen, 35, China	Departure
2018/09/12 5:34	-	U.S. Import Security Filing accepted; pending AMS match
2018/09/12 5:34	-	ISF Data Accepted (Error Free)
2018/09/12 0:22	Xiamen, 35, China	Planned Pickup Date

Shipment Details

Service
[UPS Ocean Forwarding](#)
Shipment Weight
 713 KGS

Number of Pieces
 46

Shipment Volume
 13.57 CBM

Description of Goods
 GDSM

Origin Port
 CNXMN

Estimated Departure
 2018/09/14

Destination Port
 USMBT

Estimated Arrival
 2018/10/23

File Number
 601999982557200

Manifest
 2018/09/12



QUICK START ▾

Tracking

Shipping

Services

Customer Service

Delivered

Delivered On

**Thursday
2018/10/18**[Send Updates](#)

Delivery Time

at 20:15**Claim # 6105****CY shipment****FCR# 7185275108****PO# D689J D689K D682R**

Delivered To

CHAMBERSBURG, PA, US

We care about the security of your parcel. [Log in](#) to get more details about your delivery.

Shipment Progress

Date	Location	Activity
2018/10/18 20:15	Newark, NJ, United States	Available for final distribution
2018/10/11 4:18	-	Cleared Customs
2018/10/11 4:10	-	Shipment in Customs
2018/10/11 0:22	New York, NY, United States	Scheduled Arrival
2018/10/11 0:22	Middletown, PA, United States	Confirmed Arrival At Final Carrier B/L Point
2018/10/11 0:22	New York, NY, United States	Arrival
2018/10/11 0:22	Middletown, PA, United States	Arrived At Destination Country
2018/10/05 6:20	-	ISF Matched to AMS Bill On File
2018/09/10 14:04	Xiamen, 35, China	Documents received from shipper
2018/09/10 14:04	Xiamen, 35, China	Date Available to Ship

Shipment Details

Service	UPS Ocean Forwarding
Shipment Weight	6804 KGS
Number of Pieces	439
Shipment Volume	133.443 CBM
Description of Goods	GDSM
Origin Port	CNXMN
Estimated Departure	2018/09/07
Destination Port	USMDT
File Number	601999982487110



QUICK START ▾

Search



Tracking

Shipping

Services

Customer Service

Delivered

Delivered On

Monday
2018/10/08

Delivery Time

at 4:13

Claim # 6105

CY shipment

FCR# 7185275086

PO# D689J D689K D682R

Send Updates

Delivered To
MIRA LOMA, CA, USWe care about the security of your parcel. [Log in](#) to get more details about your delivery.

Shipment Progress

Date	Location	Activity
2018/10/08 4:13	Los Angeles, CA, United States	Available for final distribution
2018/09/30 20:00	Long Beach, CA, United States	Scheduled Arrival
2018/09/30 20:00	Ontario, CA, United States	Confirmed Arrival At Final Carrier B/L Point
2018/09/30 20:00	Long Beach, CA, United States	Arrival
2018/09/30 20:00	Ontario, CA, United States	Arrived At Destination Country
2018/09/28 21:36	-	Cleared Customs
2018/09/28 21:31	-	Shipment in Customs
2018/09/17 10:47	Xiamen, 35, China	Documents received from shipper
2018/09/17 10:47	Xiamen, 35, China	Date Available to Ship
2018/09/17 9:20	-	ISF Matched to AMS Bill On File

Shipment Details

Service	UPS Ocean Forwarding
Shipment Weight	6215.5 KGS
Number of Pieces	401
Shipment Volume	121.305 CBM
Description of Goods	GDSM
Origin Port	CNXMN
Estimated Departure	2018/09/15
Destination Port	USONT
File Number	601999982560100
Manifest	



QUICK START ▾

Tracking

Shipping

Services

Search



Business Service

Delivered

Delivered On

**Sunday
2018/09/30**[Send Updates](#)

Delivery Time

at 17:15**Claim # 6106****CFS shipment****FCR# 7179419665****PO# SK5351 SL5350**Delivered To
DELANO, CA, USWe care about the security of your parcel. [Log in](#) to get more details about your delivery.

Shipment Progress

Date	Location	Activity
2018/09/30 17:15	Los Angeles, CA, United States	Available for final distribution
2018/09/25 16:50	-	Cleared Customs
2018/09/23 13:24	-	Shipment in Customs
2018/09/22 8:30	Los Angeles, CA, United States	Scheduled Arrival
2018/09/22 8:30	Los Angeles, CA, United States	Confirmed Arrival At/Final Carrier B/L Point
2018/09/22 8:30	Los Angeles, CA, United States	Arrival
2018/09/22 8:30	Los Angeles, CA, United States	Arrived At Destination Country
2018/09/10 14:51	Xiamen, 35, China	Documents received from shipper
2018/09/10 14:51	Xiamen, 35, China	Date Available to Ship
2018/09/10 4:58	-	ISF Matched to AMS Bill On File
2018/09/09 17:42	Xiamen, 35, China	Scheduled Departure
2018/09/09 17:42	Xiamen, 35, China	Departure

Shipment Details

Service	UPS Ocean Forwarding
Shipment Weight	3160 KGS
Number of Pieces	158
Shipment Volume	37.162 CBM
Description of Goods	GDSM
Origin Port	CN00N
Estimated Departure	2018/09/09
Destination Port	USLAX
File Number	601999982487210
Manifest	2018/09/05
Shipment Category	House Bill of Lading



QUICK START ▾

Tracking

Shipping

Services

Search



Deliver Service

Delivered

Delivered On

**Sunday
2018/09/30**

Delivery Time

at 17:15**Send Updates****Claim # 6106****CY shipment****FCR# 7179419698****PO# SK5351 SL5350**

Delivered To

DELANO, CA, US

We care about the security of your parcel. [Log in](#) to get more details about your delivery.**Shipment Progress**

Date	Location	Activity
2018/09/30 17:15	Los Angeles, CA, United States	Available for final distribution
2018/09/25 16:50	-	Cleared Customs
2018/09/23 13:24	-	Shipment in Customs
2018/09/22 8:30	Los Angeles, CA, United States	Scheduled Arrival
2018/09/22 8:30	Los Angeles, CA, United States	Confirmed Arrival At Final Carrier B/L Point
2018/09/22 8:30	Los Angeles, CA, United States	Arrival
2018/09/22 8:30	Los Angeles, CA, United States	Arrived At Destination Country
2018/09/10 14:47	Xiamen, 35, China	Documents received from shipper
2018/09/10 14:47	Xiamen, 35, China	Date Available to Ship
2018/09/10 4:53	-	ISF Matched to AMS Bill On File
2018/09/09 21:49	Xiamen, 35, China	Scheduled Departure
2018/09/09 21:49	Xiamen, 35, China	Departure

Shipment Details**Service**
[UPS Ocean Forwarding](#)**Shipment Weight**
5600 KGS**Number of Pieces**
280**Shipment Volume**
65.856 CBM**Description of Goods**
GDSM**Origin Port**
CNOMN**Estimated Departure**
2018/09/09**Destination Port**
USLAX**File Number**
60199982483210**Manifest**
2018/09/05**Shipment Category**
House Bill of Lading

RIMON, P.C.

Patrick Maschio

Douglas Schneller

245 Park Avenue

New York, NY 10167

Tel: (212) 612-5194

Email: Patrick.Maschio@rimonlaw.com

Email: Douglas.Schneller@rimonlaw.com

Counsel to Bradford Capital Holdings, LP

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:

SEARS HOLDINGS CORPORATION, *et al.*,
Debtors.

Chapter 11
Case No. 18-23538 (RDD)
(Jointly Administered)

CERTIFICATE OF SERVICE

I, Patrick Maschio, an attorney admitted to practice in the State of New York, hereby certify that I caused a copy of the *LIMITED RESPONSE TO DEBTORS' TENTH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFICATION AS GENERAL UNSECURED CLAIMS)* to be served upon the parties below as follows:

(i) On October 31, 2018 to all those parties who receive electronic notifications by operation of the Court's electronic notification system; and

(ii) to be served via U.S. mail on November 1, 2019 upon the parties listed below:

Honorable Robert D. Drain
US Bankruptcy Court
Southern District of New York
300 Quarropas Street
White Plains, NY 10601

Weil, Gotshal, & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Ray C. Schrock, Esq.,
Jacqueline Marcus, Esq., Garrett A.
Fail, Esq., and Sunny Singh, Esq.

Akin Gump Strauss Hauer & Feld
LLP
One Bryant Park
New York, New York 10036

Attn: Philip C. Dublin, Esq., Ira
Dizengoff, Esq., and Sara Lynne
Brauner, Esq.

/s/ Patrick Maschio
Rimon, P.C.
Patrick Maschio
245 Park Avenue
New York, NY 10167
(212) 612-5194
Email: Patrick.Maschio@rimonlaw.com
Email: Douglas.Schneller@rimonlaw.com